

PSL/CS/BSE/REG-36&47/17-18 29<sup>th</sup> August, 2017

The BSE Limited Corporate Relationship Department 1st Floor, P.J. Towers, Dalal Street, Fort, Mumbai-400 001

COMPANY CODE NO: 4166 (Scrip Code: 513511)

Dear Sir,

Sub: Submission of Notice of AGM and Newspaper Advertisement.

Ref: Regulation 36 & 47 of SEBI (Listing Obligations & Disclosure Requirements) Regulations,

2015.

This is to inform you that 44<sup>th</sup> Annual General Meeting of the Company is scheduled to be held on Thursday, the 21<sup>st</sup> day of September, 2017 at 10.00 a.m. at the Registered Office of the Company.

As per Regulation 36 of SEBI (LODR) Regulations, 2015, the Notice of AGM and the Annual Report for the financial year 2016-17 have been sent in electronic mode to the members whose e-mail Ids are registered with the Company or with the Depository participant(s). The Physical copies of the said documents have been sent through courier to all other members at their registered address and dispatch of the same has been completed on 28<sup>th</sup> August, 2017. These documents are also available on the Company's website viz. <a href="https://www.panchmahalsteel.co.in">www.panchmahalsteel.co.in</a>. The Notice of the 44<sup>th</sup> AGM is enclosed herewith.

Further, necessary advertisement in Newspapers viz., Indian Express and Financial Express (Gujarati) have also been published on 29<sup>th</sup> August, 2017. Pursuant to Regulation 47 of SEBI (LODR) Regulations, 2015, we are submitting herwith the copies of the same for for your records.

Kindly acknowledge.

Thanking You,

Yours faithfully For PANCHMAHAL STEEL LIMITED

Deepak Nagar

GM (Legal) & Company Secretary

Encl: as above



### **NOTICE**

Notice is hereby given that the 44th Annual General Meeting of the Members of Panchmahal Steel Limited will be held at the Registered Office of the Company situated at GIDC Industrial Estate, Kalol-389 330, Dist. Panchmahal, (Gujarat) on Thursday, the 21st day of September, 2017 at 10.00 a.m. to transact the following business:-

### **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Directors' and the Auditors' thereon.
- 2. To appoint a Director in place of Ms. Suchita Shah (DIN: 00427169), who retires by rotation and being eligible, offers herself for re-appointment.
- 3. To consider and if thought fit, to pass the following resolution as an Ordinary resolution:
  - Appointment of Statutory Auditors of the Company and to fix their remuneration:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 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 thereof for the time being in force) ("the Act") and pursuant to the recommendations of Audit Committee and Board of Directors of the Company, M/s Atul Parikh & Co., Chartered Accountants, Vadodara (Firm Registration No. 106496W), be and are hereby appointed as Statutory Auditors of the Company in place of the existing Statutory Auditors, M/s JRS Patel & Co., Chartered Accountants, to hold office for a period of 5 years from the conclusion of ensuing 44th Annual General Meeting of the Company till the conclusion of 49th AGM of the Company, subject to ratification of their appointment by the Members at every AGM held after this AGM till the expiry of their term, as may be applicable on such remuneration as may be determined by the Board of Directors based on the recommendation of Audit Committee."

### **SPECIAL BUSINESS:**

4. 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 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members of the Company be and is hereby accorded to the reappointment of Mr. Pradeep Sharma (holding DIN 00705862) as a Whole-time Director, designated as Director (Operations) of the Company, for a further period of 3 (Three) years with effect from October 26, 2017 on the terms and conditions of reappointment and remuneration as set out in the explanatory statement attached hereto and that he be paid remuneration by way of salary, perquisites and allowances as approved by the Board of Directors and the Nomination & Remuneration Committee of the Company.

RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and are hereby severally authorized to alter and vary such terms of reappointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013, as may be agreed to by the Board of Directors and Mr. Pradeep Sharma and for this purpose the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary."

5. 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 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to M/s Kiran J. Mehta &

### 44th Annual Report



Co., Cost Accountants, Ahmedabad (Firm Registration No.00025), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2018, amounting to Rs.1,50,000/- as also the payment of service tax as applicable and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

Regd. Office:

GIDC Industrial Estate, Kalol - 389 330,

Dist. Panchmahals (Gujarat) CIN: L27104GJ1972PLC002153, E-mail: shares@panchmahalsteel.co.in

Vadodara, 14th August, 2017

By order of the Board of Directors

Deepak Nagar GM (Legal) & Company Secretary

### **NOTES:**

- 1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item No. 4 & 5 of the Notice, are annexed hereto.
- 2. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote 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. Pursuant to the provisions of Section 105 of the Companies Act, 2013, 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.
- 3. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 14th day of September, 2017 to Thursday, the 21st day of September, 2017 (both days inclusive) for the purpose of Annual General Meeting.
- 4. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participants (DPs). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, M/s MCS Share Transfer Agent Limited, Vadodara to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Transfer Agent.
- 5. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or its Registrar and Transfer Agent for assistance in this regard.
- 6. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
- 7. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.



- **8.** Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
- 9. Members who have neither received nor encashed their dividend warrant(s) for any of the financial years from 2009-10 upto 2012-13, are requested to write to the RTA of the Company mentioning the relevant Folio Number(s)/ DP ID and Client ID, for issuance of duplicate/revalidated dividend warrant(s). It may be noted that the unclaimed dividend for financial year 2009-10 can be claimed by shareholders by 6th September, 2017.

Members are requested to note that as per the provisions of Section 125 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules, 2016"), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund (IEPF), a fund constituted by the Government of India under Section 125 of the Companies Act, 2013.

Further, in accordance with the provisions of Section 124(6) of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, shares on which dividend has not been paid or claimed for seven consecutive years or more, are liable to be transferred to the Demat Account of the IEPF Authority.

Pursuant to the Provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company as on 26th September, 2016 (the date of the last Annual General Meeting) on the website of the Company and also on the website of the Ministry of Corporate Affairs. The Company has also uploaded details of such shareholders and shares due for transfer to Demat Account of the IEPF Authority on its website at <a href="https://www.panchmahalsteel.co.in">www.panchmahalsteel.co.in</a>. The details covers such shares in respect of which the dividend has not been claimed by the concerned shareholders for seven consecutive years after 2008-09.

- **10.** The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may also note that the Notice of the AGM and the Annual Report will also be available on the Company's website <a href="https://www.panchmahalsteel.co.in">www.panchmahalsteel.co.in</a>.
- **11.** To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the RTA/Depositories.
- 12. The Securities and Exchange Board of India (SEBI) has made it mandatory for every participant in the securities/capital market to furnish Income Tax Permanent Account Number (PAN) for transactions involving transfer of shares. Therefore, members holding shares in physical mode are requested to furnish their PAN along with photocopy of PAN Card to the Company's Registrar and Transfer Agent. Members holding shares in demat mode are requested to register the details of their PAN with their DPs.
- **13.** The information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 and paragraph 1.2.5 of Secretarial Standard-2 on General Meetings, are provided in "Details of Directors seeking Appointment/ Reappointment at the Annual General Meeting" annexed herewith as Annexure I.

### 14. INSTRUCTIONS FOR E- VOTING

In compliance with the provisions of Section 108 and other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services (India) Limited (CDSL) platform.



The facility for voting through ballot paper will also be made available at the 44th Annual General Meeting and members attending the meeting, who have not already cast their vote by remote e-voting shall be able to exercise their voting rights at the meeting through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the meeting but shall not be entitled to cast their vote again. The instructions for e-voting are as under:

### **Procedure for E-Voting**

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Monday, 18th September, 2017 (9.00 a.m. IST) and ends on Wednesday, 20th September, 2017 (5.00 p.m. IST). 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 14th September, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP IDfollowed by 8 Digits Client ID,
  - c. Members holding sharesin Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form		
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)		
	* Members who have not updated their PAN with the Company/Depository Participant are requested to use the serial number which is printed on address slip pasted on Annual Report.		
Date of Birth (DOB)	Enter the Date of Birth as registered with DP/RTA in dd/mm/yyyy format.		
	OR		
Dividend Bank Details	Enter the Dividend Bank Details as recorded with your DP/RTA. Please note - In respect of Physical shareholding and whose Date of Birth and Dividend Bank Details are not registered with DP/RTA should enter number of shares held by you as on the cut-off date i.e. 14th September, 2017.		

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN i.e. **170816012** of the Company "PANCHMAHAL STEEL LIMITED" on which you choose to vote.
- (xii) 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.



- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app "m-Voting" for e voting. m-Voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to m-Voting using their e-voting credentials to vote for the company resolution(s).
- (xix) Note for Non-Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to <a href="https://www.evotingindia.com">www.evotingindia.com</a> 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, a 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.
  - The list of accounts linked in the login should be mailed to <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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.
- (xx) 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="www.evotingindia.com">www.evotingindia.com</a>, under help section or write an email to <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>

### **Other Instructions:**

- i. E-voting is optional. The E-voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on **14th September**, **2017**.
- ii. Mr. Niraj Trivedi, Practicing Company Secretary (Membership No. 3844 and CP No. 3123) (Address: 218-219, Saffron Complex, Fatehgunj, Vadodara 390002) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- iii. The copy of the Notice convening the 44th Annual General Meeting has been placed on the website of the Company viz. <a href="www.panchmahalsteel.co.in">www.panchmahalsteel.co.in</a> and also on the website of CDSL.
- iv. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of the Scrutinize, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- v. The Scrutinizer shall after the conclusion of voting the general meeting, will first count the vote cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witness not in employment of the Company and shall make within forty eight hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- vi. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company <a href="https://www.panchmahalsteel.co.in">www.panchmahalsteel.co.in</a> and on the website of CDSL immediately after declaration of results by the Chairman or a person authorized by him in writing. The results shall also be uploaded on the BSE Listing Portal.
  - Subject to receipt of requisite number of votes, the Resolutions shall deemed to be passed on the date of Annual General Meeting of the Company scheduled to be held on Thursday, 21st September, 2017.



# **EXPLANATORY STATEMENT**(Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 & 5 of the accompanying Notice:

### Item No. 4:

The Board of Directors at its meeting held on 14th August, 2017, on the recommendation of Nomination and Remuneration Committee, approved the re-appointment of Mr. Pradeep Sharma as whole time director, designated as "Director (Operations)" of the Company for a further period of three years from 26th October, 2017 to 25th October, 2020. This is subject to the approval of the members at this Annual General Meeting.

Mr. Pradeep Sharma, aged 53 years, is Director (Operations) of the Company. He is Commerce and Law Graduate and has been associated with the Company for more than 30 years. He is responsible for overall operations at the Plant besides corporate management, procurement & commercial activities of the Company. He is not holding directorship in any other company and not related with any other Director of the Company. He is holding 100 equity shares of Panchmahal Steel Limited.

Keeping in view that Mr. Pradeep Sharma has rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time, it would be in the interest of the Company to continue the employment of Mr. Pradeep Sharma as Director (Operations) of the Company.

The main terms and conditions regarding the re-appointment and payment of remuneration and perquisites proposed to be paid to Mr. Pradeep Sharma from the date of his re-appointment are as under:

- 1. Period of Appointment: From 26th October, 2017 to 25th October, 2020.
- 2. Remuneration:
  - a) Salary: Rs.2,75,000/- per month.
  - b) Perquisites: Perquisites (evaluated as per Income Tax Rules, wherever applicable, and at actual cost to the Company in other cases) like the benefit of the Company's furnished accommodation or house rent allowance in lieu thereof, personal accident insurance, use of car and telephone at residence, medical reimbursement, leave travel assistance, encashment of leave, provident fund, superannuation fund and gratuity in accordance with the applicable rule(s) and scheme(s) of the Company.

The total remuneration by way of salary, allowances and perquisites shall be restricted to an overall ceiling limit of Rs.5,00,000/- per month. Following perquisites shall not be included for computation of aforesaid ceiling on remuneration:

- (i) Contribution to Provident Fund, Superannuation Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- (ii) Gratuity payable at the rate not exceeding half a month salary for each completed year of service; &
- (iii) Encashment of leave at the end of tenure.

### 3. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of tenure of the Director (Operations), the Company has no profits or its profits are inadequate, the payment of salary, perquisites, allowances and all other payments shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

The abovementioned remuneration may be altered, amended, varied, enhanced or modified from time to time by the Board of Directors of Company or the Nomination and Remuneration Committee as it may, in its discretion, deem fit, within the maximum amount payable to Managing and Whole time Directors in accordance with the provisions of the Companies Act, 2013, including those of Schedule V or any amendments thereto made hereafter in this regard within the overall limits approved by the Company in General Meeting.

4. The period of office of Mr. Pradeep Sharma shall be liable to determination by retirement of directors by rotation. If Mr. Sharma is re-appointed as a director, immediately on retirement by rotation, he shall continue to hold office of Director (Operations) and such re-appointment as director shall not be deemed to constitute break in his appointment as Director (Operations).

### 44th Annual Report



- 5. As long as Mr. Pradeep Sharma functions as Director (Operations), no sitting fee to be paid to him for attending the meetings of the Board of Directors or Committee(s) thereof.
- 6. The said appointment may be terminated by either party by giving the other three calendar months' notice in writing.
- 7. The Director (Operations) shall look after overall operations at the plant subject to the superintendence, control and direction of the Managing Director.

Other terms and conditions are such as are customarily contained in an agreement of similar nature. The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by the board as it may, in its discretion, deem fit, including but not limited to the remuneration payable to Mr. Pradeep Sharma, Director (Operations) in accordance with the provisions of the Companies Act, 2013, rules thereunder or any amendments made therein.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The draft of Agreement to be entered into between the Company and Mr. Pradeep Sharma is available for inspection at the Registered Office of the Company during business hours on any working day upto and including the day of this meeting.

In view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, the Board recommends the Ordinary Resolution set out at item no. 4 of the accompanying Notice for the approval of the Members.

Mr. Pradeep Sharma may be deemed to be concerned or interested in the Resolution which pertain to his appointment andremuneration payable to him. None of the other Director(s)s/ Key Managerial Personnel of the Company and /or their relative(s) is concerned or interested, financially or otherwise, in this resolution.

### Item No. 5

M/s Kiran J. Mehta & Co., Cost Accountants, Ahmedabad (Firm Registration No. 00025) has been appointed by the Board of Directors of the Company, on the recommendation of the Audit Committee, to conduct the audit of the Cost Records of the Company for the financial year 2017-18.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2017-18 as set out in the resolution for aforesaid services to be rendered by him.

The Board of Directors recommends passing of ordinary resolution as set out at Item No. 5 of this Notice.

None of the other Director(s)s/ Key Managerial Personnel of the Company and /or their relative(s) is concerned or interested, financially or otherwise, in this resolution.

Regd. Office:

GIDC Industrial Estate, Kalol - 389 330, Dist. Panchmahals (Gujarat)

CIN: L27104GJ1972PLC002153, E-mail: shares@panchmahalsteel.co.in

Vadodara, 14th August, 2017

By order of the Board of Directors

Deepak Nagar GM (Legal) & Company Secretary



### **ANNEXURE - I**

## Details of Directors seeking Appointment/Re-appointment at the AGM

[In pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and paragraph 1.2.5 of Secretarial Standard-2 on General Meetings]

Name of the Director	Ms. Suchita Shah	Mr. Pradeep Sharma	
DIN	00427169	00705862	
Date of Birth & Age	22.12.1952 (65 years)	01.10.1964 (53 years)	
Date of appointment on the Board	31.03.2015	26.10.2005	
Educational Qualifications	BA	B.Com., LL.B.	
Experience & Expertise	Ms. Suchita shah, an educationist has more than 35 years of experience in the field of administration, corporate and social affairs.  She has been associated with the Company since 1994 and served in the Company, holding senior management positions.	Mr. Pradeep Sharma has joined the services of the Company in the year 1988 and has held different managerial positions at different times.	
Number of Meetings of the Board attended during the year	4 out of 4	4 out of 4	
List of Directorship/Membership/ Chairmanship of Committees of other Companies	<u>Directorship</u> Honeyvick Enterprises (P) Ltd.	Nil	
Shareholding in the Company	1900 Equity Shares	100 Equity Shares	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None	

ion: 15° September 2017

Additional Chief Secretary / Director

### AN GRANITO INDIA LIMITED

202, Dev Arc, Opp 1skcon Temple, S.G. Highway, Ahmedabad-380015 CIN: L17110GJ1995PLC027025

o@aglasiangranito.com **Website:** www.aglasiangranito.com 91 79 66125500/698 **Fax.:** +91 79 66125600/66058672

### GENERAL MEETING, BOOK CLOSURE & E-VOTING

the 22<sup>nd</sup> Annual General Meeting (AGM) of members of the irsday, 21<sup>nd</sup> September, 2017 at 11.00 a.m. at H.T. Parekh x. ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380.015, and Special Businesses as set out in the Notice of 22<sup>nd</sup> AGM, it has been e-mailed to the members whose e-mail addresses or their Depositories and physical copies of Annual report is their registered address. The same is also available on the iglasiangranito.com. Members who wish to get the Notice with laglasiangranito.com or write a letter at the registered office of

ompanies Acl, 2013, read with Rule 20 of the Companies on) Rules, 2014, and amendments thereto and Regulation 44 ons and Disclosure Requirements) Regulations 2015, the its Members the facility to cast their vote electronically, through entral Depository Services Limited (CDSL) on all resolution(s)

mpanies (Management and Administration) Rules, 2014 and sers are provided with the following information:

ices on Monday, 18\* September, 2017 (09 00 a.m.) and ends er, 2017 (05 00 p.m.) E-voting by electronic mode shall not be The voting rights of Members, entitled to participate in the III be in proportion to their share in the paid-up capital of the ate i.e. 14° September, 2017.

nares of the Company and become member of the Company ad holding shares as of the cut-off date i.e., 14th September, 2017 ring the instructions & process of e-voting as provided in notice of the Company as well as website of CDSL (www.cdslindia.com). ned that

ugh ballot paper shall be made available at the AGM and the eeting who have not cast their vote by e-voting shall be able to neeting through ballot paper

ast their vote by e-voting prior to the AGM may also altend the fed to cast their vote again in the meeting.

If date shall only be entitled for availing e-voting facility or vote, AGM

is recorded in the register of member or in the register of ned by the depositories as on the cut-off date only shall be of e-voting/voting at the AGM through ballot paper.

is connected with e-voting, Members/ Beneficial Owners may I-200-5533. For other information in matter of e-voting contact: flanager, CDSL, 16th Floor, P J Towers, Dalal Street, Fort, elpdesk evoting@cdslindia.com

Company Secretary, Ahmedabad has been appointed as voting process in a fair and transparent manner.

hat pursuant to provisions of Section 91 of the Companies Act, ornpanies (Management and Administration) Rules, 2014 and 3 Obligations and Disclosure Requirements) Regulations 2015, Transfer Books of the Company will remain closed from Friday, 13th September, 2017 (both days inclusive) for the purpose and determining names of the shareholders eligible for Final clared at this AGM

I vote at the meeting is also entitled to appoint proxy to attend inself and proxy need not be a member of the Company. The ould however be deposited at the Registered Office of the s before commencement of the Meeting

> For, Asian Granito India Limited SD/-Renuka A. Upadhyay Company Secretary

(are a brosupp. co.) if a 10 wave. In second. Middlers should requirely wall wable to (a) to keep themselves updated.

GPR-10(1)/154 /17-18/LGX

Addl. GM (Logistics)



Registered Office: GIDC Industrial Estate, Kalol-389 330, Dist. Panchmahals, Gujarat CIN: L27104GJ1972PLC002153, Phone No. 02676-304777, Fax No: 02676 304889

Email: shares@panchmahalsteel.co.in. Website: www.panchmahalsteel.co.in

### Notice of AGM, Book-Closure and E-Voting Information

Notice is hereby given that the 44th Annual General Meeting (AGM) of the Company is scheduled to be held on Thursday, the 21st day of September, 2017 at 10,00 A,M at the Registered Office of the Company situated at GIDC Industrial Estate, Kalol - 389 330, Dist Panchmahals, Gujarat, to transact the business as set out in the Notice convening the 44th AGM

The Notice of AGM and the Annual Report for the financial year 2015-17 have been sent in electronic mode to the members whose e-mail ids are registered with the Company or with the Depository Participant(s). Physical copies of the said documents have been sent through courier to all other members at their registered address and dispatch of the same has been completed on 28th August 2017. These documents are also available on the Company's website viz

Notice is further given that pursuant to Section 91 of the Companies Act, 2013 and the Rule made thereunder and Regulation 42 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, the 14th September, 2017 to Thursday, the 21st September, 2017 (both days inclusive) for the purpose of 44th Annual General Meeting of the Company.

Notice is further given that pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended and also Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to its members. Members holding shares in physical or demalenalised form as on the cut-off date of 14th September, 2017 may east their vote electronically on the business as set out in the Notice to the 44th AGM of the Company through e-voting platform of Central Depository Services (India) Limited (CDSL) The Company has appointed Mr. Nira) Trivedi, Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The detailed procedure/instructions for e-voting are contained in the Notice of the 44th AGM. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as on 14th September, 2017 (cut-off date) may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com If a member is already registered with CDSL e-voting platform, then he can use his existing user ID and password for casting the vote through remote e-voting

The e-voting period ("remote e-voting") begins on Monday, the 18th September, 2017 at 9:00 a.m. (IST) and ends on Wednesday, the 20th September, 2017 at 5:00 p.m. (IST) 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 14th September, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The facility for voting through ballot/polling paper shall also be made available at the venue of the 44th Annual General Meeting. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. However, in case a member, who has cast his vote electronically as well as through ballot paper, the vote cast through ballot paper will be ignored.

In case of any queries or prievances on e-voting, Shareholders may refer to the Frequentiy Asked Questions (FAQ) and e-voting user manual as made available at www.manual min under help section or contact CDSL at Toll Free No. 1800-200-5533. Alternatively, you may send your queries to helpdesk.evoting@cdslindia.com or shares@panchmahalsteel.co.in

A Member entilled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote 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.

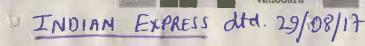
The Result on resolutions shall be declared within forty eight hours of conclusion of the AGM of the Company. The results declared along with the scrutinizer's report shall be placed on the Company's website (<a href="https://www.panchmahalsteel.co.in">www.panchmahalsteel.co.in</a>) and on the website of COSL. (<a href="https://www.panchmahalsteel.co.in">www.watchmahalsteel.co.in</a>) and would also be communicated to stock exchange.

For Panchmahal Steel Limited

Sd/-Deepak Nagar GM (Lagal) & Company Secretary

Date 28 08 2017 Place: Vadodara





#### TAMILNADU NEWSPRINT AND A. THIPL PAPERS LIMITED

### NOTICE INVITING TENDER

TNPL invites Tender for the following

Tendor Nea-	Material Description	Qty.	Tender our name	Method of tender
171831 000200	Non-Coking)	4,000 MT ±5%	00.00.2017	s-Tender sum Austrim method

Detailed terms and conditions, tender fee, EMD etc., are available in the tender documents which can be downloaded from websites www.tnpl.com/ www.tenders.tn.gov.in.

IPR /3711/ Tender / 2017

Bharat Heavy Electricals Limited, Bhopal

### MM TOB DEPARTMENT

### TENDER NOTICE NO: MM/TCB/E-7273177R

Seeled quotations are invited in two part bid system (Techno Commercial Bid- Part I and Price Eld - Part (I separately) for RC of Top Epoxy End Ring and Bottom Epoxy End Ring. Tender documents along with item specification can be downloaded from our website www.bhelbpl.co.in till 28/09/17 (5.00 PM.)

Seeled quotations are to be submitted in our tender room addressed to Sr. Manage (MM-Coordination), BHEL, 2nd Floor, Administrative Building, P.O. Piplani, Bhopal No.E-7273177R on the envelope. Tender shall be opened on the same date at 2.00 PM No late tender shall be entertained

Name, vicinities are invited for regularistics with US-EL-Streepel for supply of fame given or Verdor's Portal of WHEL-Bittopial wenate order "Vendors Required for Others fame. All interested suppliers including MSME suppliers may visit www.bhel.com of www.binabasco.bummillor.com Words: Registerson Application

All corrections, corrigandum, amendments, time extensions and clarification etc to the tender notice will be hosted on our website www.bhellopl.co.in only. Bidders should regularly visit our website to keep themselves updated.

Dy. Menager (MM TCB)
raviprakash@bhelbpl.co.in +91 755 250 3452 CPR-10/TV150/17-18/MM-TCB

### LYKIS LIMITED

CIN No L74999WB1984PLC038064

Reg Office Omer Mansion, 28A, Weston Street, 2nd Floor, R. No. 85, Kolkata, WB-700 012 Tel. No. 033-40045265 Fax. 030-40045265

Visit us at www.lyklagroup.com.Email id lyksho@lykisgroup.com

### NOTICE

Notice is hereby given that the 33rd Annual General Meeting of Mambers of the Company will be eld on Friday, 22nd September, 2017 at 10.30 a.m. at "SANAI" 181/1, Upen Banerjee Road, Jehala Amport More, Kolkata - 700 060 to transact the Ordinary and Special Business, as set out n the Notice of the meeting

The Notice together with Annual Report for the Financial Year 2016-17 has been sent to all nembers at their through permitted mode. The Notice of the AGM together with Annual Report is Iso available on the Company's Website at www.lykisgroup.com. Members who have not ocaved the Notice and the Annual Report, may download the same from the company's website I may request for a copy of the same by writing to the Registrar and Transfer Agent (RTA) M/s, R 10 Infotech Pvt Ltd., 7A, Beltala Road, 1st Roor, Kolkata-700 026

lursuant to the provision of Section 91 of the Companies Act, 2013, and the applicable rules hade there under that the Register of Members and Share Transfer Books of the Company will Imain closed from Monday, 18th September, 2017 to Enday, 22nd September, 2017 (both days dusive) for the purpose of Armual General Meeting.

Rule 20 of the Companies Properties and Accomplishment House, 2014, as an extend and Regulation 44 of Securities Membrane (Hamild Leas Clashing Congaring & Concours Impurement) Regulation, 2015, e Company is pleased to provide its Members remote e-voting (e-voting from a place other lan venue of AGM) to enable them to cast their votes electronically on the items mentioned in in notice of 33rd AGM. The Company has engaged the services of National Securities impository Limited ("NSDL") as agency to provide the E-voting facility to the member of the empany. The E- voling period commances on 19th September, 2017 (9.00 e m IST) Tuesday to ends on 21st September, 2017 (5.00 p.m. IST) Thursday. The Company has fixed 15th eptember, 2017 as the cut-off date to datarmine the eligibility to vote by electronic means or in b general meeting. A person whose name is recorded in the register of members or in the ligister of beneficial owners maintained by the depositories as on the cut-off date shall be entitled Javail the facility of remote e-voting or voting in the general meeting. The persons who acquire hires and become member of the company after the dispatch of the Nobice and hold shares as nihe cut of date, may obtain User ID and Password by sending a request at evoting@msdi co in



Registered Office: GiDC Industrial Estate, Kaloi-389 330, Dist Panchmahals, Gujarat CIN: L27104GJ1972PLC002153

Phone No: 02676-304777, Fix No: 02676 304869

Email: shares@panchmahalsteel co in, Website: www.panchmahalsteel co in

### Notice of AGM, Book-Closure and E-Voting Information

Notice is hereby given that the 44th Annual General Meeting (AGM) of the Company is scheduled to be held on Thursday, the 21st day of September, 2017 at 10 00 A M at the Registered Office of the Company situated at GIDC Industrial Estate, Kalol - 389 330, Dist Panchmahals, Gujarat, lo transact the business as set out in the Notice convening the 44th AGM.

The Notice of AGM and the Annual Report for the financial year 2016-17 have been sent in electronic mode to the members whose e-mail lds are registered with the Concern or with the Depository Factorsental, Physical topics of its and documents have from sent through course in all other members at their registered address and dispatch of the same has been completed on 28th August, 2017. These documents are also available on the Company's website viz www.pane

Notice is further given that pursuant to Section 91 of the Companies Act, 2010 and the Rule made thereunder and Regulation 42 of the SEBI (Listing Obligations & Discussive Region provided Pergandicula, 2015, the Register of Members and Discus-Transitiv Books of the Company that remain costed from Thursday, the 14th September, 2017 to Thursday, the 21st September, 2017 (both days inclusive) for the purpose of 44th Annual ........ Meeting of the Company.

Notice is further given that provisions of Section 108 of the Companies Act, 2013 read with Nov 30 of the Companies (Management and Adversignation Rules, 2014 as unsecond and down Regulation Ast of RESI & Joseph Chigarure & Ductomer Programmento Regulations, 2015, the Company is amazed to provide a state or stage territy to the marriage. Manifers fielding of large in physical or itemstensissed form as an the out-off dain of 3 km. September 2017 y card their volve electromerably by the last water as set set in the Section to the 44m. AGM of the Company through electing pastiars of Carcal Depositary Services Brader Linvind (CDSL) The Company has appointed Mr. Miral Treat. Practicing Company Secretary to the Services to scruticiny the a wating process in a fair and Caraparat marine. The initial of property and income for a surface of or than the Michigan States Added. Not provide a wind acquired infrarration of the Company with becomes member of the Company after dispatch of the notice and holding shares as on 14th September, 2017 (cut-off date) may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com . It a me this is already registered with CDSL e-voting platform, then he can use his existing user ID and password for coursely the cold farmings person a coming

The wixeding percell ("Window a vicility") begins an Moscally, that Tittle Supportion. 1017 or 0:00 a.m. (607) and entir on Westnesday, the 20th September, 2017 of 6 00 ains (ISE): During the period, stransferidence like Company, history stame at the like affiliated frame by an distriction of the same are used from the same of the contract of the c September, 2017, may countries were electronically. The winding module aftal he disabled by CDSL for voting thereafter.

The facility for voting through ballot/polling paper shall also be made available at the venue of the 44th Annual General Meeting. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. However, in case a member, who has cast his vote electronically as well as through ballot paper, the vote cast through ballot paper will

In case of any queries or grievances on e-voting, Shareholders may refer to the Frequently Asked Questions (FAQ) and e-voling user manual as made available at www.evotingindla.com under help section or contact CDSL at Toll Free No. 1800 200 5533. Alternatively, you may send your quenes to her poer and arrangement of shares@panchmahalsteel co.in

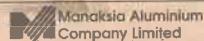
A All the second of the second and write at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and ware remoct of harmest want to proxy now not for a Names of the Company. The instrument appointing the army in most to be offsetive, must be deputited at the Company's Registrate Office, duty encepteded and signed, not less than FORTY-ESDIT HOURS before the meeting. Process cube that as broad at amine companies, specifies, each must be supported by appropriate resolutions/authority, as applicable.

The Result on resolutions shall be declared within forty eight hours of conclusion of the AGM of the Company. The results declared along with the scrubaizer's report shall be placed on the Company's website (www.panchmahalsteel.co.in) and on the website of CDSL (www.eyotingindia.com) for information of the members and would also be communicated to stock exchange

For Panchmahal Steel Limited

Sd/-Deepak Nagar

GM (Legal) & Company Secretary



Date: 28 08 2017

Place Vadodara

Regd Office: Bikaner Building, 3rd Floor, 8/1 Lal Bazar Street, Kolkata - 700 001