



GARWARE
TECHNICAL FIBRES

GWRL:SEC:2018

August 17, 2018

National Stock Exchange of India Ltd
Exchange Plaza, Plot No. C/1, 'G' Block,
Bandra-Kurla Complex,
Bandra East,
Mumbai – 400 051.

(Symbol: GARFIBRES, Series: EQ)

Sub: Notice of 41st Annual General Meeting of the Company.

Dear Sir / Madam,

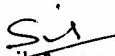
This is to inform you that the 41st Annual General Meeting ('AGM') of the Company will be held on Tuesday, 11th September, 2018 at 10:30 a.m. at Auto Cluster Auditorium, Auto Cluster Development & Research Institute Limited, H-Block, Plot No. C-181, Off Old Pune - Mumbai Highway, Chinchwad, Pune - 411 019.

Please find attach herewith Notice of AGM which is being sent to Shareholders.

Please acknowledge the communication.

Thanking you.

Yours faithfully,
For **GARWARE TECHNICAL FIBRES LIMITED**


Sunil Agarwal
Company Secretary
M. No. - FCS 6407
Encl: as above



GARWARE
TECHNICAL FIBRES

Garware Technical Fibres Limited

(Formerly Garware-Wall Ropes Limited)

Regd. Off.: Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune - 411 019.

CIN: L25209MH1976PLC018939; Telephone No.: (+91-20) 30780000; Fax No.: (+91-20) 27455886

E-mail: pune_admin@garwarefibres.com; Website: www.garwarefibres.com

NOTICE

Notice is hereby given that the FORTY-FIRST ANNUAL GENERAL MEETING of the Company will be held at Auto Cluster Auditorium, Auto Cluster Development & Research Institute Limited, H-Block, Plot No. C-181, Off Old Pune - Mumbai Highway, Chinchwad, Pune - 411 019 on Tuesday, 11th September, 2018 at 10:30 a.m. to transact the following business:

ORDINARY BUSINESS:

- To receive, consider, and adopt:
 - the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors; and
 - the Audited Consolidated Financial Statements for the financial year ended 31st March, 2018 and the Report of the Auditors.
- To declare Dividend on equity shares for the financial year ended 31st March, 2018.
- To appoint a Director in place of Ms. M. V. Garware (DIN 06948274), who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. Ratification of Cost Auditors' remuneration:

To consider, and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, the payment of remuneration of Rs. 5,10,000/- (Rupees Five Lakh Ten Thousand only) plus applicable taxes and re-imbursement of actual out-of-pocket expenses to M/s. Joshi Apte & Associates, appointed as Cost Auditors (Firm Registration No. 000240), by the Board of Directors based on recommendation by the Audit Committee, to conduct the Audit of the Cost Records in respect of the Products covered under the said Rules for the financial year ended 31st March, 2019, be and is hereby ratified and approved."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including a Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, relevant, usual and / or expedient for giving effect to this resolution."

5. To continue the appointment of Mr. R. M. Telang (DIN 00092103), as an Independent Director of the Company:

To consider, and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules made there under, (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. R. M. Telang (DIN 00092103), (aged 76 years), a Non-Executive Independent Director of the Company, whose present term of office as per the Companies Act, 2013 is for five (5) consecutive years with effect from Thirty-Seventh Annual General Meeting of the Company held on Thursday, 25th September, 2014 upto the conclusion of Annual General Meeting of the Company to be held in the calendar year 2019, and whose continuation in office with effect from 1st April, 2019 requires approval of the Members by way of Special Resolution being more than 75 years of age, approval of the Company be and is hereby accorded to continue the appointment of Mr. R. M. Telang as a Non-Executive Independent Director of the Company, to hold office for his remaining term of office with effect from 1st April, 2019 upto the conclusion of Annual General Meeting of the Company to be held in the calendar year 2019."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including a Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, relevant, usual and / or expedient for giving effect to this resolution."

By Order of the Board of Directors

Pune,
30th May, 2018

Sunil Agarwal
Company Secretary
FCS No.: 6407

NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (the "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF ONLY ON A POLL AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- The proxy form, in order to be effective, must be deposited at the Registered Office of the Company not less than forty-eight (48) hours before the time fixed for the commencement of the Meeting.
A person can act as a proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. A Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.
A Member of a Company registered under Section 8 of the Companies Act, 2013, shall not be entitled to appoint any other person as his proxy unless such other person is also a Member of the Company.
- A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013, is requested to send to the Company a certified copy of the Board Resolution authorising such representative to attend and vote on its behalf at the Meeting.
- The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, relating to Special Business to be transacted at the Meeting is annexed hereto.
- Members are requested to notify immediately the change of address, if any, to the Company's Registrar and Share Transfer Agent, quoting folio number and giving complete address in block capitals along with PIN code of the postal district. The Beneficial Owners of the dematerialised shares may inform the concerned Depository Participant/s ["DP"(s)] of the change of address.
- The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 1st September, 2018 to Tuesday, 11th September, 2018 (both days inclusive), for the purpose of determining the names of Members eligible for dividend on Equity Shares, if declared at the Meeting.

7. The Dividend of Rs. 4.50/- per equity share (45%) of the nominal value of Rs. 10/- each for the year ended 31st March, 2018, as recommended by the Board of Directors, if declared at the Meeting, will be paid, subject to the provisions of the Companies Act, 2013, on or after Tuesday, 11th September, 2018, in respect of shares held in physical form, to those Members whose names appear on the Register of Members as on Tuesday, 11th September, 2018, and in respect of shares held in dematerialised form, to those "Deemed Members" whose names appear in the statement of Beneficial Ownership furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") at the close of business hours on Friday, 31st August, 2018.
 8. With a view to provide protection against fraudulent encashment of dividend warrant, Members are requested to provide the bank account numbers along with the names and addresses of the concerned banks to enable the Company to incorporate the said details in the dividend warrants. Further, the Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account details for all Members holding shares in physical form.
 9. Pursuant to Provisions of Sections 124 and 125 of the Companies Act, 2013 (Section 205A and 205C of erstwhile Companies Act, 1956), any money transferred to the Unpaid Dividend Account which remains unpaid or unclaimed for a period of seven (7) years from the date of such transfer, shall be transferred by the Company to a fund called "Investor Education and Protection Fund" (the "IEPF") established by the Central Government. Accordingly, the unclaimed dividends up to the financial year 2009-2010 have been transferred by the Company to the IEPF.

The unpaid / unclaimed dividend for the financial year 2010-11 and onwards will become transferable to the IEPF at the end of seven (7) years from the respective dates of transfer of such amounts to the Unclaimed Dividend Accounts of the Company. Members are, therefore, requested to check and send their claims, if any, for the relevant financial year 2010-11 and onwards before the respective amounts become due for transfer to the IEPF.

The Ministry of Corporate Affairs ("MCA") notified the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 on 5th September, 2016 ("IEPF Rules"), which is applicable to the Company. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the Unclaimed Dividends in respect of the financial year 2010-2011 and onwards, as on the date of the 40th Annual General Meeting of the Company held on 4th August, 2017, on the website of the Company viz. www.garwareropes.com.

Members are also requested to note that, pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the IEPF Rules, the Company is obliged to transfer all shares, in respect of which dividend has remained unpaid or unclaimed for seven (7) consecutive years or more to demat account of the IEPF Authority to be opened for said purpose.

In compliance with the aforesaid Rules, the Company has transferred equity shares pertaining to financial year 2009-10 to IEPF Authority after providing necessary intimation to concern Members.

The eligible Members are entitled to claim the shares or apply for refund of dividend to IEPF Authority by making an application in prescribed Form.
 10. Members / Proxies / Authorised Representatives attending the Meeting are requested to bring their copies of Annual Report along with duly filled attendance slips.
 11. Members who hold shares in dematerialised form are requested to write their DP ID, and Client ID, Numbers and those who hold shares in physical form are requested to write their Folio Numbers in the attendance slips for attending the Meeting.
 12. Queries, if any, on the accounts should be sent to the Company at its Registered Office such that the Company will receive the same at least seven (7) days before the Meeting.
 13. Members are informed that 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. Non-Resident Indian Members are requested to inform the Company, immediately of:
 - a. Change in their residential status on return to India for permanent settlement.
 - b. Particulars of their Bank Account maintained in India with complete name, branch, account type, MICR number, account number and address of the bank with pin code number, if not furnished earlier.
 15. 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 the PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agent.
 16. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names, are requested to send the Share Certificate(s) to the Company for consolidation of their holdings into a single folio.
 17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013, will be available for inspection by the Members at the Meeting.
 18. Electronic copy of the Annual Report is being sent to all the Members whose email IDs are registered with the Company / DP unless any Member has requested for a hard copy of the same. Accordingly, the Annual Report of the Company for the financial year ended 31st March, 2018, will be sent in electronic form to those Members who have registered their e-mail addresses with their DPs which are made available to the Company by the Depositories. However, in case a Member wishes to receive a physical copy of the Annual Report, such Member is requested to send an e-mail duly quoting his folio / DP ID and Client ID, as the case may be, to secretarial@garwareropes.com / pune@linkintime.co.in. Please note that the Annual Report will also be uploaded on the website of the Company viz. www.garwareropes.com.
 19. Members who still hold share certificates in physical form are advised to get their shares dematerialised to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
 20. All documents referred to in this Notice and accompanying explanatory statement are open for inspection at the registered office of the Company on all working days (except Saturday, Sunday and Public Holidays) of the Company between 11.00 a.m. to 1.00 p.m. upto the date of this Meeting and at the venue of this Meeting for the duration of this Meeting.
 21. Disclosure pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per Secretarial Standard - 2 on General Meetings issued by Institute of Company Secretaries of India with respect to Director seeking re-appointment / continuation of appointment at the Meeting is given in explanatory statement annexed to this Notice.
- I. **Voting through electronic means**
 - (i) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members the facility to exercise their right to vote at the Forty-First Annual General Meeting of the Company by Electronic Means ("e-Voting") and the business may be transacted through e-Voting services provided by CDSL.
 - (ii) For Members attending the Meeting who have not cast their vote by remote e-Voting, the Company shall be making arrangements for the Members to cast their votes in respect to the business stated in this Notice through polling paper. The Members who have cast their votes by remote e-Voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
 - II. **The Instructions for e-voting are as under:**
 - (i) The voting period begins on Saturday, 8th September, 2018, (9.00 a.m.) and ends on Monday, 10th September, 2018, (5.00 p.m.). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date Tuesday, 4th September, 2018 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter and Members shall not be allowed to vote beyond the said date and time. A person, who is not member as on Cut-off date should treat this Notice for information purposes only.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Log on to the e-Voting website www.evotingindia.com.
- (iv) Click on "Shareholders" / "Members" tab.
- (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 and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	• Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company / DP are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Bank Account Number Or Date of Birth (DOB)	• 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. • 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).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
 - (x) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (xi) For Members holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
 - (xii) Click on the EVSN of the Company on which you choose to vote.
 - (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option "YES" or "NO" as desired. The option "YES" implies that you assent to the Resolution and option "NO" implies that you dissent to the resolution.
 - (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution details.
 - (xv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly, modify your vote.
 - (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xvii) You can also take out a print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - (xviii) 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" and enter the details as prompted by the system.
 - (xix) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 - (xx) Note for Non-Individual Members & Custodians:
 - Non-individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
 - After receiving the login details, they have to create a Compliance User using the admin login and password. The Compliance User would be able to link the account(s) linked in the login which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney 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.
 - (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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Sunil Agarwal, Company Secretary at the Registered office address or Tel. (020) 30780000 or e-mail at secretarial@garwareropes.com.
 - (xxii) Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch date of this Notice and holds shares as of the Cut-off date i.e. Tuesday, 4th September, 2018 and whose PAN is not updated nor received the intimation of sequence number, may obtain the login ID and sequence number by sending a request to Link Intime India Pvt. Ltd., Registrar and Share Transfer Agent of the Company.
- III. a. Mr. S. V. Deulkar, Partner of M/s. S. V. D. & Associates, Company Secretaries (CP No. 965) has been appointed as Scrutinizer to scrutinize voting process in a fair and transparent manner and in accordance with the applicable laws.
- b. The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-Voting in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than forty-eight (48) hours of the conclusion of the Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- c. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorised by him in writing. The results shall also be communicated to Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed.

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out the material facts relating to the business mentioned under Item Nos. 4 and 5 of the accompanying Notice dated 30th May, 2018.

Item No. 4:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct the audit of the cost records in respect of the Products covered under the said Rules for the financial year ending on 31st March, 2019. Accordingly, M/s Joshi Apte & Associates, Cost Accountants have been appointed as the Cost Auditors of the Company for the financial year 2018-19 by the Board of Directors in its meeting held on 30th May, 2018, on the recommendation of the Audit Committee of the Company for conducting the audit of the concerned cost records maintained by the Company.

The Board of Directors has fixed a remuneration of Rs. 5,10,000/- (Rupees Five Lakh Ten Thousand only) plus applicable taxes and reimbursement of actual out-of-pocket expenses. In terms of Section 148(3) of the Companies Act, 2013 and Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the cost auditors, as fixed by the Board of Directors is required to be ratified by the Company.

None of the Directors and Key Managerial Personnel and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

The Board of Directors commends the resolution set out at Item No. 4 for ratification by the Members of the Company as an Ordinary Resolution.

Item No. 5:

Pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, effecting from 1st April, 2019, no listed Company shall appoint or continue the directorship of any person as a Non-Executive Director, who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Mr. R. M. Telang (DIN 00092103), (DOB: 4th April, 1942) was appointed as Non-Executive Independent Director of the Company under Sections 149 and 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules 2014 and Schedule IV to the Companies Act, 2013, for a term of five (5) consecutive years with effect from thirty-seventh Annual General Meeting of the Company held on Thursday, 25th September, 2014 upto the conclusion of Annual General Meeting of the Company to be held in the calendar year 2019. Mr. R. M. Telang, is more than 75 years of age and accordingly his continuation as Non-Executive Independent Director with effect from 1st April, 2019 shall require approval of the Members by way of Special Resolution.

Mr. R. M. Telang, is a B. Tech. (Chemical Engineer), graduated in the year 1963 from Nagpur University. Mr. R. M. Telang is having more than 50 years of rich experience in the field of polymer and chemical technology.

Mr. R. M. Telang's experience in business domain is a valuable asset to the Company, which adds diversity and enriched points of view in the Board's discussions.

The Board of Directors is of the opinion that Mr. R. M. Telang is a person of integrity, possess vast experience and his association as a Non-Executive Independent Directors will be beneficial and in the best interest of the Company.

The Company has also received necessary declarations from Mr. R. M. Telang that he meets the criteria of independence as prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable. Further, he has also confirmed that he is not disqualified from being appointed as Director under Section 164 of the Companies Act, 2013.

Mr. R. M. Telang was first appointed on the Board on 1st July, 1989.

Mr. R. M. Telang holds Directorships in Oceanic Floats Private Limited. He does not hold Membership / Chairmanship of Committees of other Boards and does not hold any shares in the Company.

Other detail such as the number of Meetings of the Board attended during the financial year 2017-18 and remuneration drawn has been given in Corporate Governance Report, which forms part of the Annual Report.

Mr. R. M. Telang is not related to any of the Directors and Key Managerial Personnel of the Company.

Except Mr. R. M. Telang, no other Director and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of this Notice.

The Board of Directors commends the resolution set out at Item No. 5 for approval by the Members of the Company as a Special Resolution.

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-APPOINTMENT AT THE FORTY-FIRST ANNUAL GENERAL MEETING

Ms. M. V. Garware (DIN 06948274)

Ms. M. V. Garware (DIN 06948274) (aged 42 years) studied at the Cathedral and John Connon school, after which she completed her Bachelor of Arts at St Xaviers College, Mumbai, where she majored in Political Science.

Immediately after graduation, Ms. M. V. Garware worked with Pincer Communications and was involved in the production of various well known advertisement films.

Ms. M. V. Garware then started a garment design and export business in the year 1997, which initially included export of embellished Indian bridal wear and eventually moved into western resort wear. The export business was managed successfully by her covering exports to several countries including the United States, Caribbean and the UK. She is actively involved in social activities through Charitable Trusts.

Ms. M. V. Garware was first appointed as Director of the Company on 16th August, 2014. She is liable to retire by rotation.

Ms. M. V. Garware does not hold Directorship, Membership / Chairmanship of Committees of other Boards and does not hold any shares in the Company.

She is related to Mr. V. R. Garware, Chairman & Managing Director of the Company.

Other detail such as the number of Meetings of the Board attended during the financial year 2017-18 and remuneration drawn has been given in Corporate Governance Report, which forms part of the Annual Report.

By Order of the Board of Directors

Pune,
30th May, 2018

Sunil Agarwal
Company Secretary
FCS No.: 6407



Garware Technical Fibres Limited

(Formerly Garware-Wall Ropes Limited)

Regd. Off.: Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune - 411 019.

CIN: L25209MH1976PLC018939; Telephone No.: (+91-20) 30780000; Fax No.: (+91-20) 27455886

E-mail: pune_admin@garwarefibres.com; Website: www.garwarefibres.com

Form No. MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management & Administration) Rules, 2014]

PROXY FORM

CIN: L25209MH1976PLC018939

Name of the Company : GARWARE TECHNICAL FIBRES LIMITED (Formerly Garware-Wall Ropes Limited)

Registered office : Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune - 411 019.

Name of the Member(s): _____

Registered address: _____

E-mail Id: _____

Folio No/ Dp. Id. & Client 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 poll) for me / us and on my / our behalf at the FORTY-FIRST ANNUAL GENERAL MEETING of the Company to be held on Tuesday, 11th September, 2018 at 10.30 a.m. at Auto Cluster Auditorium, Auto Cluster Development & Research Institute Ltd., H-Block, Plot No. C-181, off Old Pune-Mumbai Highway, Chinchwad, Pune - 411 019 and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No.	Description
1.	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2018, together with the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements for the financial year ended 31 st March, 2018 and the Report of the Auditors.
2.	To declare Dividend on equity shares for the financial year ended 31 st March, 2018.
3.	To appoint a Director in place of Ms. M. V. Garware (DIN 06948274), who retires by rotation and, being eligible, offers herself for re-appointment.
4.	Ratification of Cost Auditors' remuneration.
5.	To continue the appointment of Mr. R. M. Telang (DIN 00092103), as an Independent Director of the Company.

Signed this..... day of, 2018

Signature of Member : _____

Signature of Proxy holder(s) : _____

Revenue
Stamp

Note: (i) This form of proxy in order to be effective should be duly completed and deposited in original at the Registered Office of the Company, not less than forty-eight (48) hours before the commencement of the FORTY-FIRST ANNUAL GENERAL MEETING of the Company.

(ii) A Proxy may vote either for or against each resolution.

**ROAD MAP-AUTO CLUSTER AUDITORIUM
GARWARE TECHNICAL FIBRES LIMITED
(Formerly Garware-Wall Ropes Limited)**

PREMIUM ENERGY TRANS. LTD.

CHINCHWAD CHOWK

BIG BAZAR ESTATE

FINOLEX CABLE

PIMPRI CHOWK

TO MUMBAI

TO PUNE

D-MART

KSHOR PUMPS

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