



KAMDHENU ISPAT LIMITED

CIN: L27101DL1994PLC134282

Registered office: L-311, Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110037
Phone: 011-65493417, Fax: 0124-4218524, Email: kamdhenu@kamdhenuispat.com | Website: www.kamdhenuispat.com

NOTICE

Notice is hereby given that the 21st Annual General Meeting (AGM) of the members of Kamdhenu Ispat Limited will be held on Tuesday, the 29th day of September, 2015 at 10.00 AM at Khasra No - 841/1(2-8) 847(2-16), behind Rajasthan Petrol Pump, Village Rajokari, Vasant Vihar, New Delhi-110038 to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015, the reports of the Board of Directors and Auditors thereon.
2. To declare a dividend on Equity Shares for the Financial Year ended 31st March, 2015.
3. To appoint a Director in place of Mr. Sachin Agarwal (DIN: 01188710), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. S. Singhal & Co., Chartered Accountants, having Firm Registration No. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.

SPECIAL BUSINESS

5. To Approve remuneration of the Cost Auditors for the financial year ending March 31, 2016 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 Section 148 and all other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof) and subject to applicable notification or circular as may be issued by the Ministry of Corporate Affairs (MCA) in this regard, the remuneration of Rs.50,000/- plus service tax and reimbursement of out of pocket expenses as approved by the Board of Directors on the recommendation of Audit Committee, to be paid to M/s. K G Goyal & Associates, Cost Accountants, Cost Auditor of the Company for the financial year ending March 31, 2016, be and is hereby approved.

RESOLVED further that the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

BY ORDER OF THE BOARD OF DIRECTORS

KAMDHENU ISPAT LIMITED

Sd/-

(Jogeswar Mohanty)

Company Secretary

Membership No.ACS23247

Date: 11th August, 2015
Place: Gurgaon

NOTES:

1. The Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Item Nos. 5 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
3. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A Member holding more than ten per cent 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 shareholder.
4. The instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting.
5. Corporate Members intending to send their authorized representatives under Section 113 of the Act, are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting, together with duly certified signatures of such representatives.
6. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is Karvy Computershare Private Limited having their office at 17-24, Vittal Rao Nagar, Madhapur, Hyderabad-500081, Andhra Pradesh, India.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Member(s) holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
8. The Register of Members and Share Transfer Books of the Company shall remain closed on the Book Closure Dates, i.e., from 23rd September 2015 to 29th September 2015 both days inclusive.
9. The dividend, if declared at the Annual General Meeting, will be credited/dispatched to those persons or their mandates:
 - a. Whose names appear as Beneficial Owners as at the end of the business hours on 22nd September, 2015 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and
 - b. Whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/its Registrar and Transfer Agents on or before 22nd September, 2015.
10. Under the Companies Act, 1956 (and/or Companies Act, 2013), dividends that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Pursuant to the provisions of section 205C (Section 125) of the Companies Act, 1956 (and/or Companies Act, 2013) and Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, no amount was due to be transferred to Investor Education and Protection Fund (IEPF) during the financial year 2014-15.
11. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form duly filled in to Karvy Computershare Private Limited having their office 17-24, Vittal Rao Nagar, Madhapur, Hyderabad-500081, Andhra Pradesh, India.
12. To enable direct credit of the dividend amount into the Bank Account as per the Securities and Exchange Board of India circular dated 21st March, 2013, the Members are requested to update with their Depository Participant, the active Bank Account details (including 9 digit MICR Code and 11 digit IFSC Code), in case the holding is in dematerialized mode. In case the shares are held in physical mode, the said details may be communicated to the Registrar and Share Transfer Agents, by quoting the Reference Folio No., and attaching a photocopy of the cheque leaf of the active Bank Account along with a self-attested copy of the PAN card.
13. Members are requested to:
 - a. Intimate to the Company's Registrar and Transfer Agents, Karvy Computershare Private Limited at the above mentioned address, changes, if any, in their registered addresses/bank mandates at an early date, in case of shares held in physical form;
 - b. Intimate to the respective Depository Participant, changes, if any, in their registered addresses/ bank mandates at an early date, in case of shares held in electronic/dematerialised form;
 - c. Quote their folio numbers/Client ID and DP ID in all correspondence;
 - d. Consolidate their holdings into one folio in case they hold shares under multiple folios in the identical order of names.
14. Pursuant to sections 101 and 136 of the Companies Act, 2013, read with the Rules framed thereunder and pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA) regarding the Green Initiative, the Notice of the 21st Annual General Meeting (AGM) and the Annual Report for the year 2014-15, etc., would be sent in electronic mode to such of the Members of the Company whose e-mail addresses are available with the Company/ Depository Participant and who have not opted to receive the same in physical form.

For Members who have not registered their e-mail addresses, physical copies of the Annual Report for the year 2014-15 and the Notice of the 21st AGM would be sent in the permitted mode.

Members are requested to support the Green Initiative by registering / updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialised form) or with Karvy Computershare Private Limited (in case of Shares held in physical form).

15. Members may also note that the Notice of the 21st Annual General Meeting and the Annual Report for financial year 2014-15 will also be available on the Company's website at www.kamdhenuspst.com/investorzone and also on the website of the RTA M/s Karvy Computershare Private Limited at www.karvycomputershare.com. Even after registering for e-communication, Members are entitled to receive such communication in physical form, upon making a request to the Company for the same. For any communication, the shareholders may also send requests to the Company's email id. : kamdhenu@kamdhenuspst.com.
16. Relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours on all working days except Saturday and Sunday from 10.00 A.M. to 6.00 P.M., up to and including the date of the Annual General Meeting of the Company.
17. Appointment of Director and Shareholding in the Company:
Mr. Sachin Agarwal holds 673719 Equity Shares of Rs.10 each in the Company. Brief resume, details of shareholdings, and director inter-se relationship of the director seeking reappointment as required under clause 49 of the Listing Agreement is provided as Annexure to this notice.
18. Members/Proxies/Representatives are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
19. E-voting:

The Company is pleased to provide e-voting facility to the shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the notice.

The Company has appointed Dr. S. Chandrasekaran, failing him Mr. Rupesh Agarwal, Practicing Company Secretary of M/s S. Chandrasekaran Associates, New Delhi as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. E-voting is optional. The E-voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on 22ND September, 2015 being the Cut-off date for the purpose. Shareholders of the Company holding shares either in physical or in dematerialized form, as on the Cut-off date, may cast their vote electronically.

In terms of Clause 35B of the Listing Agreement, in order to enable its members, who do not have access to evoting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a ballot paper is annexed. A member desiring to exercise vote by ballot paper shall complete the enclosed ballot paper with assent (for) or dissent (against) and send it to Mr. Rupesh Agarwal, Scrutinizer, at 11-F, Pocket-IV, Mayur Vihar, Phase-I, Delhi-110091 so as to reach him on or before 28th September, 2015 by 5.00 P.M. any ballot paper received after the said date and time shall be treated as if the reply from the Members has not been received. Kindly note that members can opt for only one mode of voting i.e., either by postal ballot or through e-voting. If members are opting for e-voting then do not vote by postal ballot or vice versa. However, in case of Members casting their vote both by postal ballot and e-voting, then voting done through evoting shall prevail and voting done by Physical Ballot will be treated as invalid.

- 19.1 In case a Member receives an email from Karvy (for Members whose email ids are registered with the Company/Depository Participant(s)):

- a. Launch internet browser by typing the URL: <http://evoting.karvy.com>
- b. Enter the login credentials (i.e. User id and password mentioned overleaf). Your Folio No./ DP ID /Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote,
- c. After entering these details appropriately, click on "LOGIN".
- d. You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve our password in case you forget it. It is strongly recommended that you do not share your password with any other person and take utmost care to keep your password confidential.
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Kamdhenu Ispat Limited.
- g. On the voting page enter the number of shares (which represents the number of votes) as on the cut-off Date under each of the heading of the resolution and cast your vote by choosing the "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR / AGAINST" taken together should not exceed your total shareholding as mentioned overleaf. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head. Option "FOR" implies assent to the resolution and "AGAINST" implies dissent to the resolution.
- h. Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- j. You may then cast your vote by selecting an appropriate option and click on "Submit".
- k. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- l. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF / JPEG Format) of the Board Resolution / Authority Letter etc. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail id: evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."

- 19.2 In case a Member receives physical copy of the Annual General Meeting Notice by post (for members whose email ids are not registered with the Company/Depository Participant(s)):

- a. User ID and initial password are provided overleaf.
- b. Please follow all steps from Sr. No. (a) to (l) as mentioned in (1) above, to cast your vote.

- 19.3 Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.

- 19.4 In case of any query pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website <https://evoting.karvy.com>.

- 19.5 The facility for ballot / polling paper shall be made available at the Annual General Meeting (AGM) and the members attending AGM who have not cast their vote by e-voting/postal ballot shall be able to vote at the AGM through ballot / polling paper.

- 19.6 The members who have cast their vote by e-voting may also attend AGM, but shall not be entitled to cast their vote again.

- 19.7 The voting rights of the Members for e-voting shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on the cut-off date i.e. Tuesday, September 22, 2015.

- 19.8 Persons, whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Tuesday, September 22, 2015 only shall be entitled to avail the facility of e-voting / physical voting.

- 19.9 Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. Tuesday, September 22, 2015 may obtain the User ID and password in the manner as mentioned below:

- a. If the mobile number of the member is registered against Folio No. / DPID Client ID, the member may send SMS:
MYEPWD E-Voting Event Number +Folio no. or DPID Client ID to +91-9212993399.
Example for NSDL: MYEPWDIN12345612345678
Example for CDSL: MYEPWD1402345612345678
Example for Physical: MYEPWD XXXX1234567890
- b. If e-mail address or mobile number of the member is not registered against Folio No. / DPID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DPID Client ID and PAN to generate a password.
- c. Member may Call Karvy's Toll free number 1-800-3454-001.
- d. Member may send an e-mail request to evoting@karvy.com.
If the member is already registered with Karvy for e-voting, he can use his existing User ID and password for casting the vote through e-voting.

- 19.10 It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

The remote e-voting period commences on September 26, 2015 (9.00 am IST) and ends on September 28, 2015 (5:00 pm IST). During this period, member(s) of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, September 22, 2015 may cast their vote by remote e-voting. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled by Karvy upon expiry of aforesaid period.

Once the vote is casted by the member by remote e-voting, he/she shall not be allowed to change it subsequently or cast the vote again.

- The poll process shall be conducted and a report thereon shall be prepared in accordance with Section 109 of the Companies Act, 2013 read with the relevant rules made there under. In such an event, votes cast under Poll taken together with the votes cast through remote e-voting shall be counted for the purpose of passing of resolution(s).
20. The results on resolutions shall be declared forthwith after getting the report of Scrutinizer and the resolutions will be deemed to be passed on the date of Annual General Meeting subject to receipt of the requisite number of votes in favour of the resolutions.
21. The Results declared along with the Consolidated Scrutinizer's Report(s) will be available on the website of the Company (www.kamdhenuispat.com) and on Karvy's website (<https://evoting.karvy.com>). The results shall simultaneously be communicated to Stock Exchanges.

Date: 11th August, 2015
Place: Gurgaon

BY ORDER OF THE BOARD OF DIRECTORS
KAMDHENU ISPAT LIMITED
Sd/-
(Jogeswar Mohanty)
Company Secretary
Membership No.ACS23247

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 5.

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s K G Goyal & Associates, Cost Accountants, the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2016 for an audit fees of Rs. 50,000/- (Rupees fifty thousand only) plus service tax, and out pocket expenses. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2016.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5. The Board passed and recommended the resolution in their meeting held on 19th May, 2015 for approval by the shareholders as an Ordinary Resolution.

Date: 11th August, 2015
Place: Gurgaon

BY ORDER OF THE BOARD OF DIRECTORS
KAMDHENU ISPAT LIMITED
Sd/-
(Jogeswar Mohanty)
Company Secretary
Membership No.ACS23247

Annexure to Notice of Annual General Meeting

PROFILE OF DIRECTORS SEEKING REAPPOINTMENT (Pursuant to Clause-49 of the Listing Agreement)

1. Mr. Sachin Agarwal, Director :
DIN : 01188710
Date of Birth : 25.11.1977

Profile:

Mr. Sachin Agarwal is an MBA in International Management from UK. He is also a BE in Industrial Engineering from R.V. College of Engineering. After completion of his MBA, Mr. Sachin Agarwal joined Kamdhenu Ispat Ltd. in 2002 as Technical Executive responsible for technical aspect of steel business of the Company. He was appointed as Director of the Company on 14th April, 2007.

Experience:

He has more than 13 years of experience in steel industry. Under his supervision Kamdhenu Ispat Ltd. penned a strategic agreement with Centre de Recherches Metallurgiques (CRM) in Belgium, leading to the adoption of world class 'Tempcore' technology in the company's manufacturing unit at Bhiwadi. He enabled the successful commissioning and installation of the technology within the manufacturing process of the unit. Today Kamdhenu Tempcore TMT bars are testimony to strength and globally compatible quality. Mr. Agarwal has also represented Kamdhenu at the CRM Belgium for the certification of Kamdhenu products.

Other Directorships:

S.No	Name of the Company	Status
1.	Kamdhenu Overseas Limited	Director
2.	Kamdhenu Paint Industries Limited	Director
3.	Kamdhenu Concast Limited	Director
4.	Kamdhenu Infradevelopers Limited	Director

Membership in Committees: NIL

Shareholding: Mr. Sachin Agarwal holds 673719 Equity Shares of Rs. 10 each in the Company

Directors' inter-se relationship:

Sr. No.	Name of Director	Designation	Relation with Directors
1.	Mr. Sachin Agarwal	Whole Time Director	1. Son of Mr. Satish Kumar Agarwal 2. Brother of Mr. Saurabh Agarwal



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Form No. MGT-11

PROXY FORM

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

CIN	L27101DL1994PLC134282
Name of the company	Kamdhenu Ispat Limited
Registered office	L-311, Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110037

Name of the Shareholder	
Registered address	
E-mail ID	
Folio No./Client ID	
DP ID	

I/We, being the member (s) of Kamdhenu Ispat Limited holding equity shares, hereby appoint:

1. Name	
Address	
E-mail Id	
Signature	

or failing him

2. Name	
Address	
E-mail Id	
Signature	

or failing him

3. Name	
Address	
E-mail Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Company, to be held on Tuesday, the 29th day of September, 2015 at 10.00 AM at Khasra No - 841/1(2-8) 847(2-16), behind Rajasthan Petrol Pump, Village Rajokari, Vasant Vihar, New Delhi-110038 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. Adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015.
2. To declare a dividend on Equity Shares for the Financial Year ended 31st March, 2015.
3. To appoint a Director in place of Mr. Sachin Agarwal (DIN: 01188710), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. S. Singhal & Co., Chartered Accountants, having Firm Registration no. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.
5. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2016.

Signed this..... day of..... 20.....

Signature of shareholder:

Signature of Proxy holder(s):

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



KAMDHENU ISPAT LIMITED

CIN: L27101DL1994PLC134282
Registered office: L-311, Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110037
Phone: 011-65493417, Fax: 0124-4218524, Email: kamdhenu@kamdhenuispat.com
Website: www.kamdhenuispat.com

ATTENDANCE SLIP

PLEASE BRING THIS ATTENDANCE SLIP AND HANDOVER AT THE ENTRANCE OF ANNUAL GENERAL MEETING VENUE AT KHASRA NO - 841/1(2-8) 847(2-16), BEHIND RAJASTHAN PETROL PUMP, VILLAGE RAJOKARI, VASANT VIHAR, NEW DELHI-110038.

Name & Address of the Shareholder

SEQUENCE NO. :

FOLIO NO. :

DP ID :

CLIENT ID :

I hereby record my presence at the ANNUAL GENERAL MEETING being held at Khasra No - 841/1(2-8) 847(2-16), behind Rajasthan Petrol Pump, Village Rajokari, Vasant Vihar, New Delhi-110038 on Tuesday, the 29th day of September, 2015 at 10.00AM.

Signature of Member or Proxy

No. of Shares held



KAMDHENU ISPAT LIMITED

CIN: L27101DL1994PLC134282
Registered office: L-311, Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110037
Phone: 011-65493417, Fax: 0124-4218524, Email: kamdhenu@kamdhenuispat.com
Website: www.kamdhenuispat.com

BALLOT FORM (In lieu of E-Voting at the Annual General Meeting)

1.	Name of the Sole/First Member	
2.	Name(s) of the Joint Member(s), if any	
3.	Registered Folio No./DP ID /Client ID	
4.	Number of shares held	

I, We hereby exercise my/our vote in respect of the Resolution(s) to be passed through e-voting/ for the business stated in the AGM Notice dated 11th August, 2015 of the Company by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015.			
2.	To declare a dividend on Equity Shares for the Financial Year ended 31st March, 2015.			
3.	To appoint a Director in place of Mr. Sachin Agarwal (DIN: 01188710), who retires by rotation and being eligible, offers himself for re-appointment.			
4.	To appoint M/s. S. Singhal & Co., Chartered Accountants, having Firm Registration no. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.			
5.	To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2016.			

Place:

Date:

NOTE: Last date for receipt of forms by Scrutiniser is 28th September, 2015.

Signature of Member