

Corporate : KANGANWAL ROAD, V.P.O. JUGIANA,  
Office. G.T. ROAD, LUDHIANA-141 120 (INDIA)  
PBX : 00-91-161-4692500 (30 Lines)  
E-mail : gargacrylics@yahoo.com  
Visit us : www.gargltd.com  
CIN : L74999DL1983PLC017001



**GARG**  
**ACRYLICS LTD.**  
THREE STAR EXPORT HOUSE

### NOTICE

Notice is hereby given that the 34th Annual General Meeting of the members of Garg Acrylics Limited will be held on Saturday the 29th day of September 2018 at 4:00 P.M. at the Registered Office A-50/1, Wazirpur Industrial Area, Delhi-52 to transact the following business:-

#### ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Standalone & Consolidated Balance Sheet as at 31st March, 2018, Profit & Loss Account and Cash Flow Statement for the year ended on that date together with reports of Directors & Auditors thereon.
2. To appoint a director in place of Mr. Rajiv Garg (DIN 00444558) who retires by rotation and being eligible offers himself for reappointment.

#### SPECIAL BUSINESS:-

3. 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 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and Companies Cost Audit rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Meenu & Associates, Cost Auditors, Ludhiana appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019, be paid the remuneration of Rs. 50,000/- (Rs. Fifty Thousand Only).”

**RESOLVED FURTHER THAT** Sh. Sanjiv Garg, Managing Director be and is hereby authorized to do all acts and take all such steps as may be necessary or expedient to give effect to this resolution.”

By Order of the Board  
For Garg Acrylics Limited

  
Sanjiv Garg  
Managing Director  
DIN: 00217156

Place: Ludhiana  
Dated: 13.08.2018

#### IMPORTANT NOTES:

1. An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (“Act”), which sets out details relating to Special Business set out in item Nos. 3 of the accompanying Notice is annexed thereto and relevant details as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as per Secretarial Standard issued by The Institute of Company Secretaries of India, of persons seeking appointment/ re-appointment as Directors, are also annexed hereto as **Annexure-1**.
2. The Registers of Members and Share Transfer Books of the Company will remain closed from Saturday 22nd September, 2018, to Saturday 29th September, 2018 (both days inclusive).

Regd. Office : A-50/1, Wazirpur Industrial Area, Delhi-52

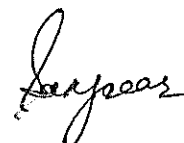
3. A Member entitled to attend and vote at the ANNUAL GENERAL MEETING (AGM) is entitled to appoint a proxy/proxies to attend and vote instead of himself/herself. Such a proxy/proxies need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten 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 proxy for any other person or shareholder.

The instrument of Proxy in order to be effective, must be received at the Registered Office of the Company, duly completed and signed not less than 48 hours before the commencement of the AGM. A Proxy form is sent herewith. Proxies submitted on behalf of the Companies, societies etc. must be supported by an appropriate resolution/authority as applicable.

4. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company at its Registered Office, a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
5. As Amended by SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 dated June 08, 2018 members holding shares in physical form are mandatorily requested to dematerialize their holding in order to eliminate all risks associated with physical shares. Members can contact the Company or RTA- Skyline Financial Services Private Limited, New Delhi for further assistance.
6. 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 Depository Participants with whom they are maintaining their demats accounts. Members holding shares in physical form can submit their pan details to the Company or to RTA- "Skyline Financial Services Private Limited", New Delhi
7. The Notice of the Thirty Fourth Annual General meeting of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip, Proxy Form and Annual Report for 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report along with notice inter alia, indicating the process and manner of e-voting along with Attendance Slip, Proxy Form is being sent by the permitted mode. Members may note that this Notice and Annual Report 2017-18 will also be available on the Company's website, [www.gargltd.com](http://www.gargltd.com) for their download.
8. Members/Proxies attending Annual General Meeting are requested to bring their attendance slip (duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.) along with their copy of the Annual Report.
9. Members desirous of seeking any further information about the financial statements of the Company are requested to address their queries to the Company Secretary & Compliance Officer at the Registered Office of the Company, at least 7 days in advance of AGM, so that the information, to the extent practicable, can be made available at the Annual General Meeting.



10. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend or change in registered address along with pin code number and relevant evidences are requested to write to the Company or its Registrar i.e. Skyline Financial Services Private Limited, New Delhi. Members holding shares in electronic form shall update such details with their respective Depository Participants with whom they are maintaining their demat account.
11. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with their Depository Participants or with Skyline Financial Services Private Limited, New Delhi to enable us to send them the communications meant for the members via email.
12. Process For Members Opting For E-Voting are given below. The Members are requested to go through them carefully.
13. The Instructions for shareholders voting electronically are as under:
  1. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration ) Rules, 2014 as amended and Regulation 44 of the SEBI ( Listing Obligation and Disclosure Requirements) Regulations ,2015, the Company is pleased to provide facility to Members to exercise their right to vote on the resolutions proposed to be considered at the 34th Annual General meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
  2. The facility for voting through ballot paper shall be made available at AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot paper.
  3. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  4. Mr. Sunny Kakkar, Practicing Company Secretary (M. No. ACS 34170 & C.P. No. 12712) has been appointed as the Scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.
  5. 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 scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.
  6. The Scrutinizer shall immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company, who shall countersign the same and declare the result of the voting forthwith.
  7. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.gargltd.com](http://www.gargltd.com) and on the website of CDSL immediately after the declaration of result by



the Chairman. The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Limited, Mumbai.

8. The resolutions will be deemed to passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the Resolutions.

The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting facility begins on Wednesday, 26.09.2018 from 10:00 a.m. and ends on Friday 28.09.2018 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 22.09.2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders/Members
- (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 Code/Captcha Code as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

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 first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on address stickers.
	In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
Dividend Bank Details OR Date of	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.



Birth (DOB)	
	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 reach directly 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 - 180904043 for the relevant <Company Name> i.e. Garg Acrylics Limited. 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 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/captcha code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for Android, Apple and Windows based mobiles. The m-Voting app can be downloaded from Google Play Store, App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) 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 [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details 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 login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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 (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.
- (xxi) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 22.09.2018 may follow the same instructions as mentioned above for e-Voting.
- (xxii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

#### ANNEXURE-1 TO THE NOTICE

#### Information Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the Directors seeking appointment/ re-appointment in the Annual General Meeting

Name of the Director	Sh. Rajiv Garg
Date of Birth	02-07-1966
Date of Appointment	28-09-1994
Qualification	B.Com
Expertise in Specific Area	Industrialist & Business Experience of 31 years in Textile and Iron & Steel Industry.
Directorship in other Companies as on 31 <sup>st</sup> March, 2018	Pushpa Yarns Private Limited. Entrepreneurs' Organization (PUNJAB). Confederation of Indian Textile Industry Textile Sector Skill Council
Chairman/ Member of Committees of other Companies as on 31 <sup>st</sup> March, 2018	----
Shareholding in the Company	213200 shares (3.21%)
Relationship With Other Director	He is brother of Mr. Sanjiv Garg, Managing Director of the company and uncle of Mr. Ujjwal Garg, Wholetime Director of the company.





**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102(1) OF THE COMPANIES ACT, 2013**

**Item No. 3**

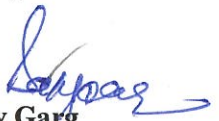
Pursuant to the provisions of the Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the Cost Audit is required to be conducted in respect of the Cost Accounts maintained by the Company. Upon the recommendations of Audit Committee, the Board of Directors in its meeting held on 30th May, 2018 had appointed M/s. Meenu & Associates, Cost Accountants (Firm Registration No. 100729) as Cost Auditors of the Company to conduct audit of cost records for Financial Year ending 31st March, 2019. The consent of the members is solicited for passing an Ordinary Resolution as set out at Item No. 3 of the notice for ratification of payment of remuneration to the Cost Auditors for the Financial Year ending 31st March, 2019. The Board recommends the Ordinary Resolution as set out at Item No. 3 of the Notice for approval by the shareholders.

**Memorandum of Interest:**

None of the Directors/ Key Managerial Personnel (KMP) of the Company/ their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3.

**Place: Ludhiana  
Dated: 13.08.2018**

**By Order of the Board  
For Garg Acrylics Limited**

  
**Sanjiv Garg  
Managing Director  
DIN: 00217156**