



**EMKAY TOOLS**

# **EMKAY TAPS AND CUTTING TOOLS LTD.**

Registered Office & factory Address: B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 (India)  
CIN: L29220MH1995PLC091091

## **NOTICE OF 24<sup>th</sup> ANNUAL GENERAL MEETING**

Dear Member(s),

Notice is hereby given that the twenty-fourth Annual General Meeting of the Members of Emkay Taps and Cutting Tools Limited to be held on Monday August 19, 2019 at 11.00 AM at the Registered Office of the Company i.e. Plot no. B-27/B-27/1, M.I.D.C. Hingna, Industrial Estate, Nagpur-440016, Maharashtra to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors' thereon.
2. To consider declaration of Final Dividend as recommended by the Board for F.Y. 2018-19 at Rs. 0.50/- per share.
3. To consider re-appointment of Mr. Ajayprakash Kanoria (DIN: 00041279), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment. For details of Director seeking re-appointment at the Annual General Meeting please refer Annexure I to the Notice.

### **SPECIAL BUSINESS:**

4. To re-appoint Mr. Mahesh Mor (DIN: 07151767) as an Independent Director and if thought fit, pass the following resolutions as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mahesh Mor (DIN: 07151767), who was appointed as an Independent Director for a term of five (5) consecutive years from 8<sup>th</sup> April 2015 up to 7<sup>th</sup> April 2020, being eligible, be and is hereby re-appointed as a Non - Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of five (5) consecutive years i.e. from 8<sup>th</sup> April 2020 up to 07<sup>th</sup> April, 2025."

For Brief Profile of Independent Director refer Annexure -I.

5. To re-appoint Mr. Ravindra Loiya (DIN: 07158487) as an Independent Director and if thought fit, pass the following resolutions as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ravindra Loiya (DIN: 07158487), who was appointed as an Independent Director for a term of five (5) consecutive years from 24<sup>th</sup> April 2015 up to 23<sup>rd</sup> April 2020, being eligible, be and is hereby re-appointed as a Non - Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of five (5) consecutive years i.e. from 24<sup>th</sup> April 2020 up to 23<sup>rd</sup> April, 2025."

For Brief Profile of Independent Director refer Annexure - I.

Nagpur, Saturday July 20, 2019

By the Order of Board of Director  
For EMKAY TAPS AND CUTTING TOOLS LIMITED

*S. Sohane*  
Shruti Sohane

Company Secretary & Compliance Officer





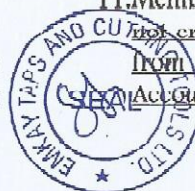
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## NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of her/him and a proxy need not be a member of the Company. In case of joint holders attending the AGM, 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.
2. Proxy form, in order to be effective, must be received at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
3. Corporate Members intended to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members, Proxies and Authorised Representatives are requested to bring to the meeting their copy of Annual Report, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
5. In accordance with the provisions of section 91 of the Companies Act, 2013, the Register of Members and the Share Transfer Books of the Company will remain close from August 16, 2019 to August 21, 2019 (both days inclusive).
6. If the Final Dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on August 23, 2019 to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as on Friday, August 16, 2019 to be called as cut-off date for the purpose of final dividend declaration and distribution, if any and the Bonus issue;
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their depository participant (DP). 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 Bigshare Services Pvt. Ltd. to provide efficient and better services.
8. The Notice of the AGM along with the Annual Report 2018-19 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 note that this Notice and the Annual Report 2018-19 will also be available on the Company's website viz., [www.emkaytapsandtools.com](http://www.emkaytapsandtools.com)
9. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs and ensure that the same is also updated with their respective demat account(s). The registered e-mail address will be used for sending future communications.
10. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website <https://cmkaytapsandtools.com/nomination/>. Members are requested to submit the said form to their DP in case the shares are held in electronic form.
11. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be





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CIN: L29220MH1995PLC091091

transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

12. Voting through electronic means - In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below:

i. The Board of Directors has appointed Mr. Roshan Harde (Membership No. ACS 34630) of H. Roshan & Associates, the Practicing Company Secretaries from Nagpur, as the Scrutinizer to scrutinize the voting at the AGM by poll as well as remote e-voting in a fair and transparent manner.

ii. The facility for voting, either through electronic voting system or poll paper, shall also be made available at the AGM and the Members attending the AGM, who have not already cast their vote by remote e-voting, may exercise their right to vote at the AGM.

iii. 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.

iv. A Member can vote either by remote e-voting or at the AGM. In case a Member votes by both the modes then the votes cast through remote e-voting shall prevail and the votes cast at the AGM shall be considered invalid.

vi. The details of the process and manner for remote e-voting are explained herein below:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Monday August 12, 2019 (9:00 a.m. IST) and ends on Sunday, August 18, 2019 (5:00 p.m. IST). During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday July 19, 2019 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](http://www.evotingindia.com).
- (iii) Click on Shareholders / Members
- (iv) 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.
- (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 [www.evotingindia.com](http://www.evotingindia.com) 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 alphanumeric 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





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	<p>digits of the sequence number in the PAN field.</p> <ul style="list-style-type: none"><li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>

(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 for the relevant <Company Name> 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 changed 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 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(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



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[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 the 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.

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)

### Other Instructions:

i. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through remote e-voting or voting at the AGM through electronic voting system or poll paper.

ii. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com). However, if he/she is already registered with CDSL for remote e-voting

then he/she can use his/her existing User ID and password for casting the vote.

iii. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, 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 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 authorised by him in writing, who shall countersign the same.

iv. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.emkaytapsandtools.com](http://www.emkaytapsandtools.com) and on the website of CDSL <https://www.evotingindia.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

12. As per the Notification issued by SEBI dated September 2, 2015 under SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 the compliance with the corporate Governance Provisions shall not apply in respect of the Listed Entity which has listed its specified securities on the SME Exchange.

13. Ministry of Corporate Affairs has notified Amendment Companies Act, 2017 on January 3, 2018 and with that though the Ministry from time to time has notified various sections of the Amendment Act 2017 but there is lack of clarity with compliance of some interlinked sections since all the amendment sections are yet to be notified. Thus the Management has opted to comply with the provisions and disclosures as applicable in previous financial years which have been or in process of abolition pursuant to the said notification of amendment Act. Company is always committed to good corporate governance and believes and practices due compliance with the applicable provisions.

Map for 24<sup>th</sup> AGM venue is given at the end of this Annual Report.





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

## Item No.: 4

Mr. Mahesh Mor had been appointed as Independent Director of the Company on April 8, 2015 for a term of five years pursuant to provisions of Companies Act, 2013. The existing term of appointment of Mr. Mahesh Mor, The Independent Director of the Company expires on April 7, 2020. The Board of Directors, at its meeting held on July 20, 2019, subject to the approval of the Members, has considered and approved the re-appointment of Mr. Mahesh Mor as Independent Director of the Company, not liable to retire by rotation, for a period of 5 (Five) years with effect from April 8, 2020 to April 7, 2025.

Further based on the result of the performance evaluation and his active participation and contribution as Audit Committee Chairman of the Company, the Nomination and Remuneration Committee of the Board has recommended that his continued association as Independent Director, would be of immense benefit to the Company and it is desirable to continue to avail his services as the Independent Director of the Company. Therefore, the Board proposes to seek approval of the Members of the Company.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member(s), proposing his candidature for the office of Directors. The Company has received declaration from Mr. Mahesh Mor to the effect that he meet the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and as per the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In the opinion of the Board, as Director he fulfills the conditions specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and they are independent of the management of the Company. The terms and conditions of their appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day and will also be kept open at the venue of the AGM till the conclusion of the AGM.

Approval of Members is solicited for re-appointment of Mr. Mahesh Mor, as Independent Director, in terms of applicable provisions of the Act.

The Directors recommend the resolution as set out at Item No. 4 of the accompanying Notice for the approval of Members as a special resolution.

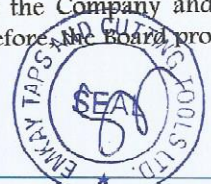
None of the Directors and Key Managerial Personnel of the Company or their relatives except Mr. Mahesh Mor, the appointee, is concerned or interested in the Resolution at Item No. 4 of the accompanying Notice.

Brief profile along with other particulars of Mr. Mahesh Mor, as required under provisions of Regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached as annexure to this Notice.

## Item No.: 5

Mr. Ravindra Loiya had been appointed as Independent Director of the Company on April 24, 2015 for a term of five years pursuant to provisions of Companies Act, 2013. The existing term of appointment of Mr. Ravindra Loiya, the Independent Director of the Company expires on April 23, 2020. The Board of Directors, at its meeting held on July 20, 2019, subject to the approval of the Members, has considered and approved the re-appointment of Mr. Ravindra Loiya, as Independent Director of the Company, not liable to retire by rotation, for a period of 5 (Five) years with effect from April 24, 2020 to April 23, 2025.

Further based on the result of the performance evaluation and his active participation and contribution as an Independent Director of the Company, the Nomination and Remuneration Committee of the Board has recommended that his continued association as Independent Director, would be of immense benefit to the Company and it is desirable to continue to avail his services as the Independent Director of the Company. Therefore, the Board proposes to seek approval of the Members of the Company.





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## **ANNEXURE I**

 Details of Director seeking re-appointment at the 24<sup>th</sup> Annual General Meeting

Name	Ajayprakash Kanoria
DIN No.	00041279
Date of Birth	May 13, 1957
Appointed on	27/07/1995
Qualifications	Bachelor of Commerce, CA(Intermediate)
Brief Profile	Mr. Ajay Kanoria aged about 61 years was born and brought up at Nagpur and he is a commerce graduate and CA Inter by qualification. He is Chairman and managing director in Emkay Taps and Cutting Tools Limited and has an experience of around 39 years. He got his technical experience from his father when he joined his family business. With his strategic planning and strong business development attitude he has contributed a lot towards the growth of company. He functionally handles the overall business affairs of the company. He is very particular about the Quality of product right from beginning which is very well appreciated by all customers.
Directorship held in other Public (excluding private companies)	None
Membership/ Chairmanship Of Committees in other Companies	None
No of Shares held in the Company ( as on date)	614250 shares
Relationship with other directors	Husband of Mrs. Alka Kanoria, Whole-time Director of the Company.

*\*Appointed as Chairman and Managing Director of the Company as on July 17, 2008, also his tenure as Chairman and Managing Director is fixed for further term of 5 Years w.e.f April 1, 2019 and as per the Articles of Association of the Company is liable to retire by rotation under Section 152(6) of the Companies Act, 2013.*

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## Profile of Independent Director(s) for re-appointment for 2<sup>nd</sup> term of five years

NAME	MAHESH MOR	NAME	RAVINDRA LOIYA
DIN No.	07151767	DIN No.	07158487
Date of Birth	March 3, 1957	Date of Birth	September 9, 1967
Appointed on	April 8, 2015	Appointed on	April 24, 2015
Qualifications	Graduate of Commerce	Qualifications	Graduate of Commerce
Brief Profile	<p>Mr. Mahesh Morpresently have more than 30 years of business experience in managing a soft drink bottling plant, micro financing, consumer durables, vehicles Investments, etc. His personal interest is playing bridge and other sports like billiards, etc. He is a bridge player of repute and plays all important National Bridge Tournaments. He is a member of Vidarbha Bridge Association, Gondwana Club and CP Club, Nagpur. He takes active interest in evaluating the performance of various companies. He can analyze financial statements like balance sheet, etc., and is well read about different types of industries. . As a Non executive Independent Director of our Company, with his finance and Business acumen, bring value addition to our Company.</p>	Brief Profile	<p>Mr. RavindraLoiya is an ex-student of Scindia School, Gwalior. He is a <u>B.Com.</u> Graduate from Nagpur University. He has more than 30 years experience in steel industry, real estate business, etc. His interest is playing Golf. He is a member of the Kamptee Club and The Garude Golf Institute. He has good exposure to various industries. His expertise will be greatly helpful to the company as Director. As a Non executive Independent Director of our Company, with his huge working experience in dynamic industries, bring value addition to our Company.</p>
Directorship held in other Public (excluding private companies )	None	Directorship held in other Public (excluding private companies)	None
Membership/ Chairmanship Of Committees in other Companies	None	Membership/ Chairmanship Of Committees in other Companies	None
No of Shares held in the Company ( as on date )	None	No of Shares held in the Company ( as on date)	None
Relationship with other directors	None	Relationship with other directors	None





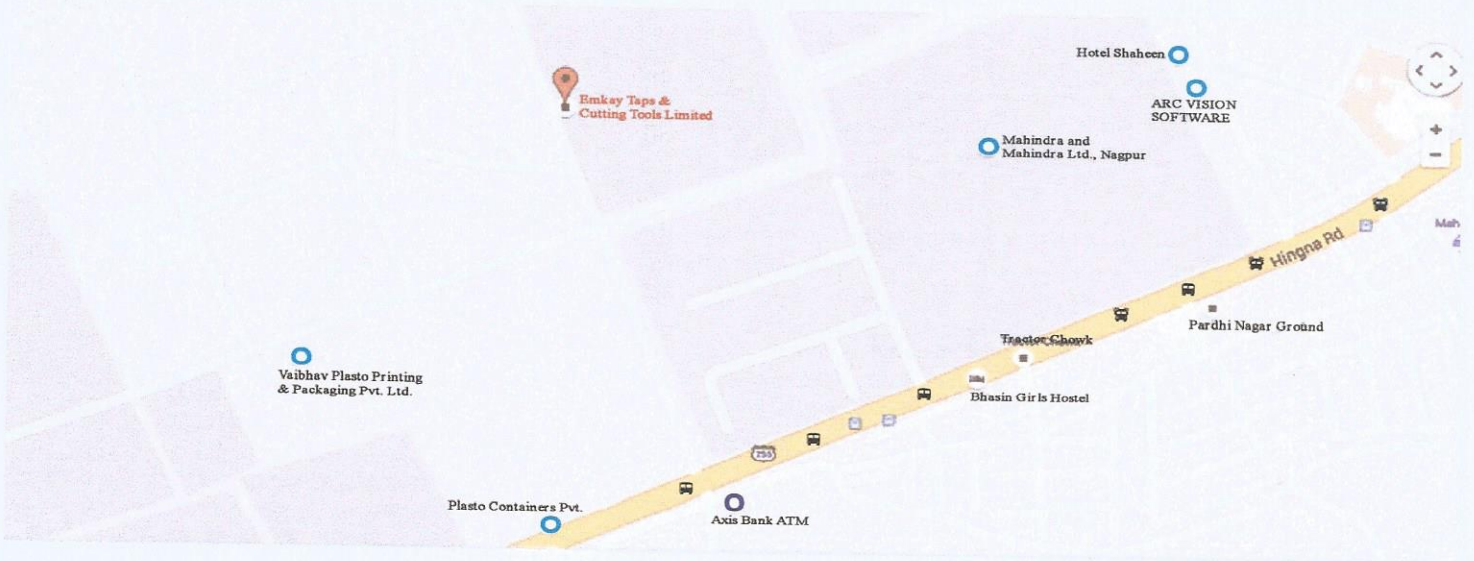


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## MAP FOR AGM VENUE



### Emkay Taps & Cutting Tools Limited

- 📍 **Landmark:** Mahindra & Mahindra CO. – 600m- 2 min.
- 📍 **Distance from Hingna T-Point-** 4.5 km – 10 min.
- 📍 **Distance from Mascot Honda Bhagatchowk-** 1.8km- 6 min.
- 📍 **Distance from IC square-** 1.4km-4 min.





**EMKAY TOOLS**

## 24<sup>th</sup> Annual General Meeting

### ATTENDANCE SLIP

**EMKAY TAPS AND CUTTING TOOLS LIMITED**

**CIN: L29220MH1995PLC091091**

Address of the registered office and contact details: Plot No B-27 and B-27/1, MIDC HINGNA, INDUSTRIAL ESTATE, NAGPUR-440016 MH IN  
Tel Ph.: 07104-237584 Email: investors@emkaytapsandtools.com

DP ID: \_\_\_\_\_

Client ID: \_\_\_\_\_

Registered Folio No.: \_\_\_\_\_

No. of Shares: \_\_\_\_\_

Name(s) and Address of the Shareholder/Proxy in full:

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I certify that I am a shareholder / proxy of the shareholder of the Company. I/We hereby record my/our presence at the 24<sup>th</sup> Annual General Meeting of the Company being held on Monday August 19, 2019 at 11.00 a.m. at B-27 7 B-27/1 M.I.D.C. Hingna, Industrial Estate at Nagpur-440016.

\_\_\_\_\_  
Signature of Shareholder / Proxy

Note: Please fill in Attendance Slip and hand it over at the Entrance of the Hall.



**EMKAY TOOLS**

## 24<sup>th</sup> Annual General Meeting

**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 : L29220MH1995PLC091091  
 Name of the company: : **EMKAY TAPS AND CUTTING TOOLS LIMITED**  
 Registered office: : B-27 7 B-27/1 M.I.D.C. Hingna,  
 Industrial Estate, Nagpur-440016.  
 Tel. No. 07104-237584  
 www.emkaytapsandtools.com

Name of the Member(s) :

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Registered Address :

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Email 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: \_\_\_\_\_

Email Id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him/her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email Id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him/her

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email Id: \_\_\_\_\_

Signature: \_\_\_\_\_



**EMKAY TOOLS**

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24<sup>th</sup> Annual General Meeting of the Company being held on Monday August 19, 2019 at 11.00 a.m. at The Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

**ORDINARY BUSINESS**

1. To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors' thereon.
2. To consider declaration of Final Dividend as recommended by the Board for F.Y. 2018-19 of Rs. 0.50/- per share.
3. To consider re-appointment of Mr. Ajayprakash Kanoria (DIN: 00041279), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers herself for re-appointment.

**SPECIAL BUSINESS**

4. To re-appoint Mr. Mahesh Mor (DIN: 07151767) as an Independent Director and if thought fit, pass the following resolution as a Special Resolution.
5. To re-appoint Mr. Ravindra Loiya (DIN: 07158487) as an Independent Director and if thought fit, pass the following resolution as a Special Resolution

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature of shareholder \_\_\_\_\_

Affix  
Revenue  
Stamp

Signature of Proxy holder(s) \_\_\_\_\_

*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.*



**EMKAY TOOLS**

# EMKAY TAPS AND CUTTING TOOLS LTD.

Registered Office & factory Address: B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 (India)  
CIN: L29220MH1995PLC091091

July 20, 2019

To,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai-400051

Series: SM  
Symbol: **EMKAYTOOLS**

**SUBJECT: 24<sup>TH</sup> AGM SCHEDULE**

Company Name	EMKAY TAPS AND CUTTING TOOLS LIMITED	
Cut-off date for identifying shareholders entitled, to receive copy of Annual Report along with Notice of 24 <sup>th</sup> GM and to vote through e-voting and at the 24 <sup>th</sup> Annual General Meeting	July 19, 2019	
Cut - off date for 24 <sup>th</sup> AGM notice dispatch	July 25, 2019	
Book Closure Date for 24 <sup>th</sup> AGM and Final Dividend	*From : August 16, 2019	* To : August 21, 2019
Cut-off Date For Dividend, If Declared	August 16, 2019	
Dividend Payout date, if any declared	August 23, 2019	
Start and End Date for E-voting	August 12, 2019 9.00AM to August 18, 2019 05.00 PM	
AGM Date	AUGUST 19, 2019* AGM Time :11.00 AM	
E-voting Agency	Central Depository Services (India) Limited	
Type	*AGM	* Financial Year : 2018-19
Dividend Rate	5% I.E. Rs. 0.50/- Per Share	
Laptop Require	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Staff Require For AGM	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Address	Plot No. B-27 & B-27/1, M.I.D.C. Hingna, Industrial Estate,	
City	Nagpur	* Pin code - 440016
State	Maharashtra	
Country	India	

**Copy To:**

Bigshare Services Pvt. Ltd, Registrar and Transfer Agent [joyv@bigshareonline.co](mailto:joyv@bigshareonline.co), [jibu@bigshareonline.com](mailto:jibu@bigshareonline.com)  
Central Depository Services (India) Limited : [viniferk@cdsl.com](mailto:viniferk@cdsl.com), [sachink@cdsl.com](mailto:sachink@cdsl.com)

