



# Industries Ltd.

Date: 19<sup>th</sup> October, 2020  
Reference: Symbol: AVSL

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange plaza, Plot No. c/1, G Block  
bandra Kurla Complex, Bandra (East)  
Mumbai-400051, Maharashtra

**Subject: Notice of the 17<sup>th</sup> Annual General Meeting**

Dear Sir/Madam,

With reference to pursuant to the Regulation 30 of the SEBI (LODR) Regulations, 2015, We enclose herewith the notice of 17<sup>th</sup> Annual General Meeting of the Company.

Kindly take this in your record.

For AVSL Industries Limited

  
Rishika  
Company Secretary



Regd. Office: Unit No. 1001, 10th Floor, NDM-2, Wazirpur Dist. Centre, NSP, Pitampura, Delhi-110034 (INDIA) | T.: +91-11-47561234  
E:- AGRIEXIM@AVSL.CO.IN, AVSL\_PVC@AVSL.CO.IN, PVCBOARDS@AVSL.CO.IN

**Manufacturing Units:**

1. Plot No. E-675, Bhiwadi I to IV ph.,  
Ghatal, Samtal, Bhiwadi, Rajasthan-301019
2. Plot No. 2006, GIDC Estate, Halol, Gujarat- 389350

3. Plot No. 717, Halol-2 & halol Maswad Ind Estate,  
Gujarat-389350
4. Plot No. 1702, GIDC, Umbergaon, Gujarat-396171

**MANUFACTURER**

HT/LT Cable Raw Materials: PVC & PP Filler • PVC & LD Tape • PVC Compounds • Aluminum Mylar & Ployester Tape • PVC/WPC Boards • Door and Doors Frame

WWW.AVSL.CO.IN • CIN :- L18101DL2003PLC121698 • ISO : 9001:2015



# Industries Ltd.

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Seventeen (17th) ANNUAL GENERAL MEETING ("AGM") of AVSL INDUSTRIES LIMITED ("the Company") will be held at the registered office of the Company situated at Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre, Netaji Subhash Place, Pitampura, Delhi-110034 on Tuesday, the 10th November, 2020 at 11:30 A.M 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, 2020 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended on March 31st, 2020 and the reports of the Board of Directors and the Auditors thereon laid before the meeting, be and are hereby considered and adopted."

2. TO APPOINT A DIRECTOR IN PLACE OF MRS. PRITI BANSAL (DIN: 07107908), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT:

"RESOLVED THAT pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Priti Bansal (DIN: 07107908), who retires by rotation at this meeting be and is hereby re-appointed as Director, liable to retire by rotation."

### SPECIAL BUSINESS:

3. TO REVISE THE REMUNERATION OF MR. SANJAY BANSAL (DIN: 01467290) MANAGING DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provision of Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 (including rules, notification, any statutory modification, amendment or re-enactment thereof from time to time), approval of the members be and is hereby accorded to revise the remuneration of Mr. Sanjay Bansal, Managing Director of the Company effective from 01st April, 2020 as approved by Nomination and Remuneration Committee."

Regd. Office: Unit No. 1001, 10th Floor, NDM-2, Wazirpur Dist. Centre, NSP, Pitampura, Delhi-110034 (INDIA) | T.: +91-11-47561234  
E:- AGRIEXIM@AVSL.CO.IN, AVSL\_PVC@AVSL.CO.IN, PVCBOARDS@AVSL.CO.IN

#### **Manufacturing Units:**

1. Plot No. E-675, Bhiwadi I to IV ph., Ghatal, Samtal, Bhiwadi, Rajasthan-301019
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3. Plot No. 717, Halol-2 & halol Maswad Ind Estate, Gujarat-389350
4. Plot No. 1702, GIDC, Umbergaon, Gujarat-396171

#### **MANUFACTURER**

HT/LT Cable Raw Materials: PVC & PP Filler • PVC & LD Tape • PVC Compounds • Aluminum Mylar & Ployester Tape • PVC/WPC Boards • Door and Doors Frame

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Salary- Rs. 2,50,000/- per month which may be increased by the Board of Directors subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification or re-enactment thereof.

**RESOLVED FURTHER THAT** the other terms of the appointment of Mr. Sanjay Bansal, Managing Director of the Company remains unchanged.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things which are necessary to give effect to this resolution."

**4. TO RE- APPOINT MR. SANJAY BANSAL (DIN: 01467290) AS MANAGING DIRECTOR OF THE COMPANY:**

To consider and, if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution:

**"RESOLVED THAT** in accordance with the provisions of Section 196,197 and 203 read with schedule V and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014(including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Sanjay Bansal (DIN: 01467290) as the Managing Director of the Company for the period of (5) five years, on expiry of his present terms of office i.e with effect from 07th February, 2021, on the terms and conditions including remuneration as set out in the statement annexed to the notice convening this meeting.

**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said reappointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Sanjay Bansal subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification or re-enactment thereof.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things which are necessary to give effect to this resolution."

**5. TO REVISE THE REMUNERATION OF MRS. PRITI BANSAL (DIN: 07107908) DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass the following resolution as **SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provision of Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 (including rules, notification, any statutory modification, amendment or re-enactment thereof from time to time), approval of the members be and is hereby accorded to revise the remuneration of Mrs. Priti Bansal, Director of the Company as approved by Nomination and Remuneration Committee i.e. Salary of Rs 50,000 per month with effect from 01st April, 2020 and with a further increase of Rs 1.25 lakh per month from 01st December, 2020.

**RESOLVED FURTHER THAT** the other terms of the appointment of Mrs. Priti Bansal, Director of the Company remains unchanged.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things which are necessary to give effect to this resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS**

SD/-

**DATE: 12.10.2020**

**PLACE: Delhi**

**SANJAY BANSAL  
MANAGING DIRECTOR**

**DIN: 01467290**

**ADD: KU-109, VISHAKHA ENCLAVE  
PITAMPURA, DELHI-110034**

## NOTES:

1. A statement pursuant to section 102(1) of the Companies Act, 2013 ("the Act") relating to the special business to be transacted at the Annual General Meeting ("Meeting") is annexed hereto.

**2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THAT A PROXY NEED NOT BE A MEMBER. PROXIES, TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE 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 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 a proxy for any other person or shareholder. The proxy shall prove his identity at the time of attending the meeting.

3. Attendance Slip, Proxy form and route map of the venue of the meeting are annexed hereto.

4. Corporate members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the relevant Board Resolution to the Company, authorized under the said Board Resolution to attend and vote on their behalf at the meeting.

5. In terms of provisions of Section 152 of the Act, Mrs. Priti Bansal, Director retire by rotation at the meeting. Nomination and Remuneration Committee and Board of Directors of the Company recommend her re-appointment. ( Brief Profile- Annexure 'A')

Mrs. Priti Bansal, Director of the Company is interested in the Ordinary Resolution set out as Item No. 2 of the notice with respect to her re-appointment. Mr. Sanjay Bansal, Managing Director, being related to Mrs. Priti Bansal may be deemed to be interested in the resolution set out as Item No. 2 of the Notice.

6. Details of Director retire by rotation/seeking appointment/re-appointment at the ensuing meetings are provided in the "Annexure" to the notice.

7. Members/proxy/authorized representatives are requested to bring to the meeting necessary details of their shareholding attendance slip(s) and copy(ies) of Annual report.

8. In case of joint shareholders attending the meeting, only such joint shareholder whose name appears highest in order of names as mentioned in the Register of Members of the Company will be entitled to vote.

9. Relevant documents referred to in the Notice are open for inspection by the members at the registered office of the Company on all working days (i.e except Sundays and Public Holidays) during business hours up to the date at the meeting. The aforesaid documents will be also available for inspection by members at the meeting.

10. SEBI vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to which from 1st April, 2019, onwards securities are transferred only in dematerialized form.
11. Members holding shares in physical mode are:
- a) request to submit their Permanent Account Number (PAN) and Bank Account details to the Company, if not registered with the Company, as mandated by SEBI.
  - b) request to register their e-mail address with the Company for receiving all communications from the company electronically.
12. Members holding shares in electronic mode are:
- a) request to submit their Permanent Account Number (PAN) and Bank Account details to their respective Depository Participants ("DPs") with whom they are maintain their demat accounts.
  - b) request to register/update their e-mail address with their respective DPs for receiving all communications from the company electronically.
13. Non-Resident Indian Members are requested to inform their respective DPs, 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, account number and address of the bank with Pin Code number, if not furnished earlier.
14. Members desirous of obtaining any information in request of Annual Financial Statements and operations of the Company are requested to write to the Company at least one week before the meeting, to enable the company to make available the required information at the meeting.
15. Pursuant to Section 91 of the Companies Act, 2013, the Register of members and Share Transfer Books of the Company will be closed from 03/11/2020 to 11/11/2020 (both days inclusive) for the purpose of Annual General Meeting.
16. Under Section 72 of the Companies Act, 2013, shareholders is/are entitled to nominate in the prescribed manner, a person to whom his/her/their share(s) in the Company, shall vest his/her/their lifetime. Members who are holding share(s) in physical form and are interested in availing the nomination facility are requested to write to the Company or the Company's RTA and those members who are holding share(s) in electronic form, are requested to write their respective Depository Participant(s)(DPs).
17. Members may note that the Notice of the 17th AGM and the Annual Report for the Financial Year 2019-20, in Portable Document Format (PDF), shall be available on the Company's Websites on [www.avsl.co.in](http://www.avsl.co.in). The Physical copies of the aforesaid documents including any documents referred therein shall be available at the Company's Registered office for inspection during normal business hours (10:00

A.M to 06:00 P.M) on any working day i.e from Monday to Saturday except Sundays and public holidays, upto the date of 17th AGM of the Company.

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

### **ITEM NO. 3: TO REVISE THE REMUNERATION OF MR. SANJAY BANSAL (DIN: 01467290) MANAGING DIRECTOR OF THE COMPANY**

The statement pursuant to Section 102 of the Companies Act, 2013 set out all material facts relating to the Special Business.

Considering the contribution made by Mr. Sanjay Bansal towards the company & resulting growth of the company under his leadership, it is desirable to pay reasonable and sufficient remuneration to him to deliver the quality required to run the Company incredibly good for the beneficial interest of the shareholders.

Since the remuneration provided to Mr. Sanjay Bansal is exceeding the limits of Section 197 of the Companies Act, 2013 against the expected profit for the Current Financial Year, approval of the members of the Company by way of Special resolution is required.

Pursuant to Clause (iv) of Section II of Schedule V of the Companies Act, 2013 the following statement is given:

| GENERAL INFORMATION |                                                                                                                                                     |                                                                                             |              |
|---------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|--------------|
| 1.                  | Nature of Industry:                                                                                                                                 | Manufacturing and Trading                                                                   |              |
| 2.                  | Date or expected date of commencement of commercial production                                                                                      | The company was incorporated on 08th August, 2003 and commenced its activities immediately. |              |
| 3.                  | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not applicable                                                                              |              |
| 4.                  | Financial performance based on given indicators                                                                                                     |                                                                                             |              |
|                     |                                                                                                                                                     | 2019-20                                                                                     | 2018-19      |
|                     | Total revenue                                                                                                                                       | 83,38,41,118                                                                                | 87,02,79,529 |
|                     | Total Expenses                                                                                                                                      | 77,45,69,254                                                                                | 83,65,78,264 |
|                     | Profit before Tax                                                                                                                                   | 5,92,71,864                                                                                 | 3,37,01,265  |
|                     | Tax: Provision for Taxation                                                                                                                         | 1,64,89,432                                                                                 | 89,59,603    |

|    |                                              |                |             |
|----|----------------------------------------------|----------------|-------------|
|    | Deferred Tax                                 | 7,41,516       | 3,863       |
|    | Income Tax for earlier years                 | 14,48,025      | 20,35,570   |
|    | Profit after Tax                             | 4,20,75,922    | 2,27,09,955 |
| 5. | Foreign investments or collaboration, if any | Not applicable |             |

Mr. Sanjay Bansal, Managing Director of the Company is interested in the Special Resolution set out as Item No. 3 of the notice with respect to revision in his remuneration. Mrs. Priti Bansal, Director, being related to Mr. Sanjay Bansal may be deemed to be interested in the resolution set out as Item No. 3 of the Notice.

The other relative of Mr. Sanjay Bansal may be deemed to be interested in the said resolution on the notice to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors and KMPs are interested in the resolution set out as Item No. 3 of the Notice.

**ITEM NO. 4: TO RE- APPOINT MR. SANJAY BANSAL (DIN: 01467290) AS MANAGING DIRECTOR OF THE COMPANY**

The Board of Directors of the Company ("Board") at its meeting held on 12th October, 2020 has, subject to the approval of members, re-appointed Mr. Sanjay Bansal (DIN: 01467290) as Managing Director, for a period of 5 (five) years from the expiry of his present terms i.e with effect from 07th February, 2021 on the terms and conditions including remuneration as recommended by Nomination and Remuneration Committee of the Board and approved by the Board.

It is proposed to seek member's approval for the reappointment and remuneration payable to Mr. Sanjay Bansal as Managing Director of the Company, in terms of the applicable provision of the Act.

Broad particulars of the terms of the re-appointment of, and remuneration payable to Mr. Sanjay Bansal are as under:

**Salary of Rs. 2,50,000/- per month;**

Reimbursement of expenses: Expenses incurred for travelling, boarding and lodging including for spouse during business trips and provision of car(s) for use on Company's business and communication expenses at resident shall be reimbursed at actuals and not considered as perquisites.

**General:**

The Managing Director will perform his duties as such with regards to all work of the Company and will manage and attend to such business and carry out the order and direction given by the Board from time to time in all respect and confirm to and comply with all such direction and regulation as may from time to time given and made by Board.

The managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in the section 166 of the act with regards to the duty of the Director;

The managing Director adhere to the Company's code of conduct;

The office of the Managing Director may be terminated by the Company or by him by giving the other 3 month prior notice in writing;

Mr. Sanjay Bansal is not disqualified from being the Managing Director in terms of section 161 of the Act. He has communicated his willingness to be appointed and has given his consent to act as a Managing Director of the Company. He satisfies all the conditions as set out in Section 196(3) of the Companies Act, 2013 and Part I of Schedule V thereof and hence, is eligible for appointment.

The brief profiles of Mr. Sanjay Bansal, Managing Director is provided in Annexure B to the Notice pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Secretarial Standard on the General Meeting ("SS- 2"), issued by Institute of Companies Secretaries.

Mr. Sanjay Bansal, Managing Director of the Company is interested in the Ordinary Resolution set out as Item No. 4 of the notice with respect to his re-appointment as the Managing Director. Mrs. Priti Bansal, Director, being related to Mr. Sanjay Bansal may be deemed to be interested in the resolution set out as Item No. 4 of the Notice.

The other relative of Mr. Sanjay Bansal may be deemed to be interested in the said resolution on the notice to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors and KMPs are interested in the resolution set out as Item No. 4 of the Notice.

**ITEM NO. 5: TO REVISE THE REMUNERATION OF MRS. PRITI BANSAL (DIN: 07107908) DIRECTOR OF THE COMPANY**

The statement pursuant to Section 102 of the Companies Act, 2013 set out all material facts relating to the Special Business.

Considering the contribution made by Mrs. Priti Bansal towards the company & resulting growth of the company with her efforts, it is desirable to pay reasonable and sufficient remuneration to her to deliver the quality required to run the Company incredibly good for the beneficial interest of the shareholders.

Since the remuneration provided to Mrs. Priti Bansal is exceeding the limits of Section 197 of the Companies Act, 2013 against the expected profit for the Current Financial Year, approval of the members of the Company by way of Special resolution is required.

Pursuant to Clause (iv) of Section II of Schedule V of the Companies Act, 2013 the following statement is given:

|    |                                                                                                                                                     |                                                                                             |              |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|--------------|
|    | GENERAL INFORMATION                                                                                                                                 |                                                                                             |              |
| 1. | Nature of Industry:                                                                                                                                 | Manufacturing and Trading                                                                   |              |
| 2. | Date or expected date of commencement of commercial production                                                                                      | The company was incorporated on 08th August, 2003 and commenced its activities immediately. |              |
| 3. | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not applicable                                                                              |              |
| 4. | Financial performance based on given indicators                                                                                                     |                                                                                             |              |
|    |                                                                                                                                                     | 2019-20                                                                                     | 2018-19      |
|    | Total revenue                                                                                                                                       | 83,38,41,118                                                                                | 87,02,79,529 |
|    | Total Expenses                                                                                                                                      | 77,45,69,254                                                                                | 83,65,78,264 |
|    | Profit before Tax                                                                                                                                   | 5,92,71,864                                                                                 | 3,37,01,265  |
|    | Tax: Provision for Taxation                                                                                                                         | 1,64,89,432                                                                                 | 89,59,603    |
|    | Deferred Tax                                                                                                                                        | 7,41,516                                                                                    | 3,863        |
|    | Income Tax for earlier years                                                                                                                        | 14,48,025                                                                                   | 20,35,570    |
|    | Profit after Tax                                                                                                                                    | 4,20,75,922                                                                                 | 2,27,09,955  |
| 5. | Foreign investments or collaboration, if any                                                                                                        | Not applicable                                                                              |              |

Mrs. Priti Bansal, Director of the Company is interested in the Special Resolution set out as Item No. 5 of the notice with respect to revision in her remuneration. Mr. Sanjay Bansal, Managing Director, being related to Mrs. Priti Bansal may be deemed to be interested in the resolution set out as Item No. 5 of the Notice.

The other relative of Mrs. Priti Bansal may be deemed to be interested in the said resolution on the notice to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors and KMPs are interested in the resolution set out as Item No. 5 of the Notice.

**BY ORDER OF THE BOARD OF DIRECTORS**

SD/-

**DATE: 12.10.2020**

**PLACE: Delhi**

**SANJAY BANSAL  
MANAGING DIRECTOR**

**DIN: 01467290**

**ADD: KU-109, VISHAKHA ENCLAVE  
PITAMPURA, DELHI-110034**

**ANNEXURE- A**

**PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETING, THE BRIEF PROFILE OF DIRECTOR ELIGIBLE FOR RE-APPOINTMENT VIDE ITEM NO. 2 IS AS FOLLOWS**

|                                                     |                                                                                            |
|-----------------------------------------------------|--------------------------------------------------------------------------------------------|
| <b>NAME OF DIRECTOR</b>                             | <b>MRS. PRITI BANSAL</b>                                                                   |
| DIN                                                 | 07107908                                                                                   |
| Date of Birth                                       | 19/12/1978                                                                                 |
| Date of first appointment on the Board Meeting      | 26/02/2015                                                                                 |
| Relationship with any other director of the Company | Spouse of Mr. Sanjay Bansal                                                                |
| Expertise in functional area                        | Marketing and Financial Strategies                                                         |
| Educational Qualifications                          | Commerce Graduated                                                                         |
| Details of shares held in the company               | 81,400                                                                                     |
| List of Companies in which Directorships are held   | NIL                                                                                        |
| Number of Board Meeting attended during the year    | 14                                                                                         |
| Relationship                                        | There are no inter-se relationship between other board members apart from mentioned above. |
| Member and Chairman of Committees                   | Chairperson of Internal Complaint Committee                                                |

**ANNEXURE- B**

**PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETING, THE BRIEF PROFILE OF DIRECTORS ELIGIBLE FOR RE-APPOINTMENT VIDE ITEM NO. 4 IS AS FOLLOWS**

|                                                     |                                                                                            |
|-----------------------------------------------------|--------------------------------------------------------------------------------------------|
| NAME                                                | MR. SANJAY BANSAL                                                                          |
| DIN                                                 | 01467290                                                                                   |
| Date of Birth                                       | 27/09/1976                                                                                 |
| Date of first appointment in the Board Meeting      | 11.08.2008                                                                                 |
| Relationship with any other director of the Company | Husband of Mrs. Priti Bansal (Director)                                                    |
| Expertise in functional area                        | Marketing, Production, Financing and Strategies Formulation                                |
| Details of shares held in the company               | Sanjay Bansal- 17,82,500<br>Sanjay Bansal(HUF)- 1,85,700<br>Total= 19,68,200               |
| List of Companies in which Directorships held       | AVSL Foils Private Limited                                                                 |
| Number of Board Meeting attended during the year    | 14                                                                                         |
| Relationship                                        | There are no inter-se relationship between other board members apart from mentioned above. |
| Member and Chairman of Committees                   | Member of Audit Committee                                                                  |

## PROXY FORM

**Name of the Company:** AVSL Industries Limited

**CIN:** L18101DL2003PLC121698

**Regd. Office:** Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre,  
Netaji Subhash Place, Pitampura, Delhi-110034

**Tel:** 011-47561234, 011-45561234

**Website:** WWW.AVSL.CO.IN

**E-mail:** avsl\_pvc@avsl.co.in, avslagricom@gmail.com

|                           |
|---------------------------|
| Name of the Member(s):    |
| Registered address:       |
| E-mail ID:                |
| Folio No/DP ID-Client ID: |

I/We being the Member(s), holding \_\_\_\_\_ of the above named company, hereby appoint:

|   |                             |           |
|---|-----------------------------|-----------|
| 1 | Name<br>Address<br>Email id | Signature |
| 2 | Name<br>Address<br>Email id | Signature |
| 3 | Name<br>Address<br>Email id | Signature |

As my / our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17th Annual General Meeting to be held on Tuesday, 10th November, 2020 at the registered office of the company situated at Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre, Netaji Subash Place, Pitampura, Delhi- 110034:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Priti Bansal (DIN: 07107908), who retires by rotation and being eligible, offers herself for re-appointment.

### SPECIAL BUSINESS:

3. To revise the remuneration of Mr. Sanjay Bansal (DIN: 01467290) Managing Director of the Company.
4. To Re- Appoint Mr. Sanjay Bansal (DIN: 01467290) as Managing Director of the Company.
5. To revise the remuneration of Mrs. Priti Bansal (DIN: 07107908) Director of the Company.

In this.....day of....., 2020

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

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

**Notes: (1) 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.**

**(2) A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

(3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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) This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

(6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

(7) This form of proxy shall be signed by the appointer or his attorney duly authorised in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.

(8) This form of proxy will be valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.

(9) Undated proxy form will not be considered valid.

(10) If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

**Form No. MGT-12****Polling Paper**

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

|                                                                                                                                                                                       |                                                                                                                                                                                                        |                                                                                                                                                                                                                            |                                   |                                    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|------------------------------------|
| <b>Name of the Company</b>                                                                                                                                                            |                                                                                                                                                                                                        | AVSL INDUSTRIES LIMITED                                                                                                                                                                                                    |                                   |                                    |
| <b>Registered Office</b>                                                                                                                                                              |                                                                                                                                                                                                        | Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre, Netaji Subhash Place, Pitampura, Delhi-110034<br>Ph: +91-011-47561234/45561234<br>Email:-avsl_pvc@avsl.co.in, avslagricom@gmail.com<br>Website: www.avsl.co.in |                                   |                                    |
| <b>Sr.No</b>                                                                                                                                                                          | <b>Particulars</b>                                                                                                                                                                                     | <b>Details</b>                                                                                                                                                                                                             |                                   |                                    |
| 1                                                                                                                                                                                     | Name of the First Named Shareholder ( In Block Letter)                                                                                                                                                 |                                                                                                                                                                                                                            |                                   |                                    |
| 2                                                                                                                                                                                     | Postal Address                                                                                                                                                                                         |                                                                                                                                                                                                                            |                                   |                                    |
| 3                                                                                                                                                                                     | Registered Folio No./ Client ID No.<br>(* Applicable to investors holding shares in dematerialized form)                                                                                               |                                                                                                                                                                                                                            |                                   |                                    |
| 4                                                                                                                                                                                     | Class of Share                                                                                                                                                                                         | Equity Shares                                                                                                                                                                                                              |                                   |                                    |
| I hereby exercise my vote in respect of Ordinary resolution and Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner. |                                                                                                                                                                                                        |                                                                                                                                                                                                                            |                                   |                                    |
| <b>S.No.</b>                                                                                                                                                                          | <b>Item No.</b>                                                                                                                                                                                        | <b>No. of shares held by me</b>                                                                                                                                                                                            | <b>I assent to the resolution</b> | <b>I dissent to the resolution</b> |
| 1                                                                                                                                                                                     | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon. |                                                                                                                                                                                                                            |                                   |                                    |
| 2                                                                                                                                                                                     | To appoint a Director in place of Mrs. Priti Bansal (DIN: 07107908), who retires by rotation and being eligible, offers herself for re-appointment.                                                    |                                                                                                                                                                                                                            |                                   |                                    |
| 3                                                                                                                                                                                     | To revise the remuneration of Mr. Sanjay Bansal (DIN: 01467290) Managing Director of the Company                                                                                                       |                                                                                                                                                                                                                            |                                   |                                    |
| 4                                                                                                                                                                                     | To Reappoint Mr. Sanjay Bansal (DIN: 01467290) as Managing Director of the Company.                                                                                                                    |                                                                                                                                                                                                                            |                                   |                                    |

|                                                                        |                                                                                         |  |  |  |
|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|--|--|--|
| 5                                                                      | To revise the remuneration of Mrs. Priti Bansal (DIN: 07107908) Director of the Company |  |  |  |
| <p>Date:</p> <p>Place: Delhi</p> <p>(signature of the Shareholder)</p> |                                                                                         |  |  |  |

## ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

### 17<sup>th</sup> ANNUAL GENERAL MEETING – 10TH NOVEMBER, 2020

|                                         |  |
|-----------------------------------------|--|
| Members'<br>Name and<br>Address details |  |
|-----------------------------------------|--|

|                    |  |
|--------------------|--|
| Reg. Folio No.     |  |
| DP & Client No.    |  |
| No. of Shares Held |  |

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 17th Annual General Meeting of the Company at the registered office of the Company situated at Unit No. 1001, 10th Floor, NDM-2, Wazipur District Centre, Netaji Subhash Place, Pitampura, Delhi- 110034 at 11:30 A.M. on Tuesday, 10th day of November, 2020.

Member's Name: \_\_\_\_\_ Proxy's Name: \_\_\_\_\_  
Member's/Proxy's Signature \_\_\_\_\_

# ROUTE MAP

