ARCOTECH LTD.

F-701A, Lado Sarai, New Delhi-110030 Ph.: +91-11-29523251 Fax : +91-11-29523020
E-mail : contact@arcotech.in, Website : www.arcotech.in
CIN : L34300HR1981PLC012151

Date: 31.08.2018

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 **Fax No.** 022 2272 3121 **Scrip ID: ARCOTECH, Scrip Code: 532914**	**National Stock Exchange of India Limited** Exchange Plaza, Bandra Kurla Complex. Bandra(E), Mumbai-400051 **Fax No.** - 022-26598237/38 **Symbol: ARCOTECH, Series: EQ**

Dear Sir,

Sub: 37th Annual General Meeting and Book Closure.

This is to inform you that the 37th Annual General Meeting of the company is scheduled to be held on Thursday, 27th September, 2018. Copy of the Notice convening the 37th Annual General Meeting is enclosed herewith.

Further, the Register of Members and share transfer Books of the company will remain closed for the period from Friday, 21st September ,2018 to Thursday 27th September,2018 (Both days inclusive) for Annual General Meeting.

We would further like to inform you that the company has fixed 21st September,2018 as the date for the purpose of e-voting ,for ascertaining the names of the shareholders holding shares either in physical form or in dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted at the 37th Annual General Meeting of the company scheduled to be held on 27th September,2018. The e-voting period begins on 24th September, 2018 (9.00am) and ends on 26th September, 2018 (5.00 pm).

This is for your kind information and records.

Yours truly,
FOR ARCOTECH LIMITED

KRISHAN KUMAR MISHRA
COMPANY SECRETARY & COMPLIANCE OFFICER

CC:

1. **National Securities Depository Limited**
   4th Floor, 'A' Wing, Trade World, Kamala Mills Compound
   Senapati Bapat Marg, Lower Parel, Mumbai-400013

2. **Central Depository Systems Limited**
   17th Floor, P J Towers, Dalal Street, Fort, Mumbai-400001

3. **Maheshwari Datamatics Pvt. Ltd.**
   (Registrar & Share Transfer Agent)
   23, R.N Mukherjee Road, 5th Floor,
   Kolkata - 700001

Note : The business of this meeting may be transacted through electronic voting system.

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the Company will be held on Thursday the **27th day of September, 2018 at 11.00 A.M**. at the Registered Office of the Company situated at 181, Sector-3, Industrial Growth Centre, Bawal, Distt Rewari, Haryana-123501 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2018 including Audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended and Cash Flow statement as on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.

2. To appoint a Director in place of Shri Radha Nath Pattnayak (Din-01189370), who retires by rotation and, being eligible, offers himself for re-appointment.

3. To ratify the appointment of M/s. Amit Joshi & Associates (FRN: 004898N), Chartered Accountants, Statutory Auditors of the Company, to hold office from the conclusion of this AGM untill the conclusion of next AGM and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to provision of Sections 139(2) and 142(1) and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the appointment of M/s. Amit Joshi & Associates (FRN: 004898N), Chartered Accountants, be and is hereby ratified as Statutory Auditors of Company to hold office from the conclusion of this AGM until the conclusion of the next AGM of the Company at such remunerations shall be fixed by the Board of Directors.

SPECIAL BUSINESS

ITEM NO. 4

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **ORDINARY RESOLUTION:-**

"RESOLVED THAT pursuant to the provisions of Section-196,197& 203 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013, Shri Radha Nath Pattnayak,Whole Time Director of the Company be and is hereby re-appointed as a Whole Time Director liable to retire by rotation for a period of three years w.e.f.1st October,2018 on the monthly remuneration as set out in the explanatory statement to this resolution.

"RESOLVED FURTHER THAT notwithstanding anything contained herein,where in any financial year,during the currency of the tenure of Shri Radha Nath Pattnayak,Whole Time Director,the Company has no profits or its profit are inadequate,the Company may pay him remuneration by way of salary,perquisites and allowance not exceeding the maximum limits down in Section II of part II of Schedule V of the Companies Act,2013 as modified from time to time."

ITEM NO. 5

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:-**

"RESOLVED THAT pursuant to the provisions of Section-148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditor 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 March 31, 2019, be paid the remuneration of Rs. 40,000 plus GST and out of pocket expenses.

"RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take steps as may be necessary or expedient to give effect to this resolution."

By Order of the Board of Directors
For Arcotech Limited

Place: New Delhi
Date : 06th August, 2018

(Krishan Kumar Mishra)
Company Secretary
A25496

Registered Ofiice:
181, Sector-3, Industrial Growth Centre
Bawal, District-Rewari, Haryana-123501 ***Tel:*** *01129523251,* ***Fax:*** *01129523020*

Corporate Office:
F-701A, Lado Sarai, Mehrauli, New Delhi-110030
Tel: 01284-464160/161, Fax: 01284-264024
CIN: *L34300HR1981PLC012151*
Email: contact@arcotech.in , investors@arcotech.in
Website: www.arcotech.in

NOTES :

As Arcotech Limited, being a listed company and having more than 1000 shareholders, is compulsorily required to provide e-voting facility to members in terms of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, Voting by show of hands will not be available to the members at the 37th AGM in view of the further provisions of Section 107 read with Section 114 of the Act.

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, with respect to the special business set out in Item No(s) 4&5 above, are annexed hereto and forms part of notice.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY OR WHERE ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

3. A person can act as 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 proxy for any other person or shareholder.

4. The appointment of proxy shall be in Form-MGT-11 (attached herewith) and the instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate board resolutions/ authority, as applicable.

5. The Register of Members and the Share Transfer Books of the Company shall remain closed from **21st September, 2018 to 27th September**, 2018 (both days inclusive).

6. VOTING THROUGH ELECTRONIC MEANS:

In case of members receiving e-mail:

(i) Log on to the e-voting website www.evotingindia.com, Click on "Shareholders" tab.

(ii) Now, select ARCOTECH LIMITED from the drop down menu and click on "SUBMIT".

(iii) 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.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form & had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) 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. • 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. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field. - Sequence number is communicated in the Attendance Slip/ Covering Letter.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) 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.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the ARCOTECH LIMITED on which you choose to vote.

(xi) 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.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com.in and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

(xvii) 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 on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

In case of members receiving the physical copy:

Please follow all steps from **SL. No. (i) to SL. No. (xvii)** above to cast vote.

(A) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com

(B) The voting period begins on 24th September, 2018 (9.00am) and ends on 26th September, 2018 (5.00 pm). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September,2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. At the end of the voting period, the portal where votes are cast shall forthwith be blocked.

(C) The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date (record date) of 21st September, 2018.

(D) Mr. Saurabh Agrawal c/o M/s. Saurabh Agrawal & Co., Company Secretaries, 403, Nirmal Tower, 26, Barakhamba Road, Connaught place, New Delhi-110001 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

(E) The Scrutinizer shall, within a period of not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any,

forthwith to the Chairman of the Company.

(F) The Results shall be declared on or after AGM of the Company. The Results declared along with Scrutinizer's Report shall be placed on the Company's website www.arcotech.in and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

7. ***Members holding shares in physical form are requested to inform any change of address, Email -id, Bank details etc. immediately to the Company's Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Pvt Ltd,* 23, R N Mukharjee Road,5th floor,*Kolkata-700001. Members holding shares in electronic form are requested to inform any change of address, Email -id, bank details etc. immediately to their respective depository participants.***

8. ***Members holding shares in physical form are requested to write the Company's Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Pvt Ltd,* 23,R N Mukharjee Road,5th floor, *Kolkata-700001 to register the E-mail id (of only first/sole holder), Permanent Account No. (PAN No.) Unique Identification No. (AADHAR No.), Mother's/Father's/Husband's name, Occupation, In case Member is a minor, Name of the guardian and date of birth of the member and CIN No. (In case member is a body corporate)***

9. ***At the Venue of AGM, voting shall be done through ballot papers and the members attending AGM who have not casted their vote by e- voting shall be entitled to cast their vote through Ballot papers.***

10. ***Members attending the meeting who have not already cast their vote by e-voting shall be able to exercise their right at the meeting and that the members who have cast their vote by e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.***

11. ***Persons who have acquired shares and become members of the Company after dispatch of Notice of AGM but before cut-off date of 21st September, 2018, may obtain their USER ID and password for e-voting from M/s Maheshwari Datamatics Pvt Ltd* 23,R N Mukharjee Road,5th *Floor, Kolkata-700001.***

12. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the STA i.e. M/s. Maheshwari Datamatics Pvt Ltd, 23,R N Mukharjee Road,5th Floor, Kolkata-700001

13. All documents referred to in the above notice and the explanatory statement shall be open for inspection at the Registered Office of the Company between 10.00A.M. and 6.00 P.M. on all working days upto and including the date of Annual General Meeting of the Company.

14. Electronic copy of the Annual report is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) 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 is being sent in the permitted mode.

15. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.

16. Members may also note that the Annual Report and notice for FY 2017-18 will also be available on the Company's website www.arcotech.in for their download.

17. Members are requested to bring their copies of Annual Report to the meeting, as the same will not be supplied again at the meeting as a measure of economy.

18. The Register of Directors and Key Managerial personnel and their shareholding, maintained u/s170 of the Companies Act, 2013 will be available for inspection at the registered office of the Company between 10.00 A.M. and 6.00 P.M. on all working days up to the date of meeting and at the commencement of the Meeting and remain open and accessible during the continuance of the meeting.

19. The Register of Contracts, maintained u/s 189 of the Companies Act, 2013 will be available for inspection at the registered office of the Company between 10.00 A.M. and 6.00 P.M. on all working days up to the date of meeting and at the commencement of the Meeting and remain open and accessible during the continuance of the meeting.

20. Members / Proxies should bring the attendance slip duly filled in for attending the meeting.

21. Members desiring any information or clarifications on the Annual Report are requested to write to the Company at its Registered Office at least 15 days before the date of Annual General Meetings of the same may be attended to, well in advance.

22. Members are already aware that the Company had appointed M/s. Maheshwari Datamatics Pvt Ltd, 23,R N Mukharjee Road,5th floor, Kolkata-700001, as Share Transfer Agent (STA), both for electronic connectivity and Share Transfer work. Members can make correspondence with STA for Share Transfer requests and change of address related queries at mdpldc@yahoo.com.

23. Members having multiple accounts in identical names or joint accounts in the same order are requested to intimate the Company / STA, the ledger folio of such accounts to enable the Company to consolidate all such shareholdings in to one account.

24. **Pursuant to the prohibition imposed vide Secretarial Standard on General Meeting (SS-2) issued by the ICSI and the MCA Circular, no gifts/ coupons shall be distributed at the meeting.**

25. The Company is registered with the following depositaries for dematerialization of its Equity Shares:-

I) National Securities Depository Ltd. (NSDL) at Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel,Mumbai- 400013

ii) Company has designated Central Depository Services (India) Ltd. (CDSL) as a Designated Depository, situated at Phiroze Jeejeebhoy Towers, 16th Floor, Dalal Street, Mumbai-400001

26. Pursuant to regulation 36 of the SEBI (Listing obligation and Disclosure Requirement) Regulations, 2015, the brief profile of Director's eligible for re-appointment vide item no.2 is given herein below:

Name of the Director	***Shri Radha Nath Pattnayak***
DIN No.	01189370
Date of Birth	22.05.1960
First date of Appointment	18.12.2006
Expertise in Specific Functional Areas	Marketing of Non-Ferrous Products
Qualifications	B.com, MBA
Directorship held in other listed entities	NIL
Chairmanship/ Membership of Committees (across all public Cos.)	**Member in following committees of Arcotech Limited** • Share Transfer Committee • Audit Committee • Corporate Social Responsibility Committee • Strategic Business and Administrative Committee • Stakeholders Relationship Committee
Number of Shares held in the Company	500 shares as on **31.03.2018**
Relationship with any Director(s) of the Company	NIIL

ANNEXURE TO NOTICE

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

ITEM NO.4

The Board of Directors of the Company at its Board Meeting held on 6th August, 2018 have re-appointed Shri Radha Nath Pattanayak who is liable to retire by rotation, subject to the approval of the shareholders at the ensuing Annual General Meeting as 'Whole Time director' of the Company within the meaning of the Companies Act, 2013, for a period of three years.The renewed term is proposed to be effective from 01.10.2018 on the terms and conditions mentioned herein below:

Shri Radha Nath Pattanayak is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director he shall be liable to retire by rotation.

A) Remuneration : Salary Rs.2,50,000/- Per month.

B) Perquisites and Allowances :

I) In addition to salary payable, Shri R N Pattanayak, Whole Time Director shall also be entitled to perquisites and allowances like house rent allowance with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings, repairs and other allowances, medical expenses reimbursement, attire allowance, car running expenses, driver salary, business promotion expenses etc and such other perquisites & allowances in accordance with the rules of the Company.However, such perquisites and allowances shall be subject to a maximum of Rs 1,00,000 per month.

ii) Leave as per the rules of the Company.

Additional information as required under Schedule V of the Companies Act, 2013 is as under :

I. General Information:

1. Nature of Industry: The Company is engaged in the business of manufacturing of Non ferrous alloys semis and engineering products.
2. Date or expected date of commencement of commercial production : The company has commenced its commercial operations at the current location since September, 2006
3. Financial Performance based on given indicators:

(Rs in Crs)

Particulars	2015-16	2016-17	2017-18
Gross Sales (Including GST of Rs.104.60 Cr. for 2017-18)	818.18	819.38	888.82
Net Sales	728.19	733.75	763.97
PBDIT	91.16	92.94	76.14
PAT	36.47	26.41	3.91
Equity & Reserves	199.46	225.88	227.02
Loan Funds	102.13	88.46	96.47
Net Block	119.52	139.99	186.17
CA	534.61	573.97	585.39
CL	402.56	421.84	455.79
EPS	17.37	12.58	0.37
Debt Equity	2.53	2.26	2.43

4. Foreign Investments and Collaborations, if any : Nil

II. Information about Shri R N Pattanayak:

1. Background Details / Recognition or awards / job profile and suitability : Refer Point 26 at page 3 of notes mentioned above in this notice.
2. Past remuneration: Gross remuneration (including salary, commission and contribution to provident and pension funds) for last three financial years is as under :

Financial Year	Salary (Rs in Lacs)	Perquisites (Rs in Lacs)
2015-16	18.00	12.00
2016-17	30.00	12.00
2017-18	30.00	12.00

3. Remuneration proposed: Gross remuneration proposed to be paid to Rs 42.00 lacs p.a.(Excluding Exempt Perquisite)
4. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and responsibilities shouldered by Shri R N Pattanayak, the above proposed remuneration is commensurate and comparable with the remuneration drawn by managerial personnel in similar capacities in other companies in the industry.
5. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel: Shri R N Pattanayak, except receiving remuneration as Whole Time Director, does not have any other pecuniary relationship with the company.

II. Other Information:-N.A.-

Except R N Pattanayak, None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Yours Directors recommend Ordinary resolution set out at Item No. 4 for approval.

ITEM NO.5

The Board on the recommendation of the Audit Committee has approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the company for the financial year ending March 31, 2019 as per the following details:

Name of the Cost Auditor	Address	Firm Registration No	Industry (Rs. per annum)	Audit fees
M/s SS Chug & Co.	44-b, Jawahar Market, P.O. Partap Nagar, Distt Ropar, Nangal Dam, Punjab – 140125	101595	Non Ferrous Metals	40,000 plus service tax and out of pocket expenses

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2019.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Yours Directors recommend Ordinary resolution set out at Item No. 5 for approval.

ARCOTECH LIMITED

CIN: L34300HR1981PLC012151
Registered Office: 181, Sector-3, Industrial Growth Centre, Bawal, District-Rewari, Haryana-123501
Tel: 01284-464160/161, **Fax:** 01284-264024
Corporate Office: F-701A, Lado Sarai, Mehrauli,New Delhi-110030
Tel: 01129523251, **Fax:** 01129523020
Email: contact@arcotech.in , investors@arcotech.in **Website:** www.arcotech.in

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, 20 14

Name of the member(s):

Registered Address:

Email Id:

Folio No/ Client ID:

DP 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

2. Name:…..…….....…… Address:…….....……..

……..…….....…… Email Id:……..……...Signature:……..……, or failing him

3. Name:…..…….....…… Address:…….....……..

……..…….....…… Email Id:……..……...Signature:……..……..……,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual general meeting of the company, to be held on Thursday, the 27th September, 2018 at 11.00 a.m. at the Registered Office of the Company situated at 181, Sector-3, Industrial Growth Centre, Bawal, Distt. Rewari, Haryana-123501 and at any adjournment there of in respect of such resolutions as are indicated below:

Sl. No.	Resolution	Resolution (Ordinary/ Special)	Optional*	
			For	Against
ORDINARY BUSINESS				
1	Adoption of Accounts.	Ordinary		
2	Re-appointment of Shri Radha Nath Pattnayak, who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary		
3	Ratification of appointment of Statutory Auditors	Ordinary		
SPECIAL BUSINESS				
4	Re-appointment of Shri Radha Nath Pattnayak as Whole TimeDirector	Ordinary		
5	Ratification of Remuneration of Cost Auditor	Ordinary		

Signed this ……..day of ……..2018

Affix Rupee 1 Revenue Stamp

Signature of the Member

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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 37th Annual General meeting.
3. * It is optional to 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 Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

ARCOTECH LIMITED

ATTENDANCE SLIP

CIN: L34300HR1981PLC012151
Registered Office: 181, Sector-3, Industrial Growth Centre, Bawal, District-Rewari, Haryana-123501
Tel: 01284-464160/161, **Fax:** 01284-264024
Corporate Office: F-701A, Lado Sarai, Mehrauli,New Delhi-110030
Tel: 01129523251, **Fax:** 01129523020
Email: contact@arcotech.in , investors@arcotech.in **Website:** www.arcotech.in

Master Folio No.

DP ID-Client ID No.

NAME AND ADDRESS OF THE SHAREHOLDER

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.....

No. of Shares held:

I/We hereby record my/our presence at the 37th ANNUAL GENERAL MEETING of the Company held on Thursday, the 27th day of September, 2018 at 11.00 A.M. at 181, Sector-3, Industrial Growth Centre, Bawal, Distt Rewari, Haryana-123501

_____	_____	_____
Member's Folio/DP ID-Client ID No.	Member's /Proxy's Name in Block Letters	Member's /Proxy's Signatures

Notes:

1. Please complete the Name & Folio/DP ID-Client ID No. and sign this Attendance Slip and hand it over at the Attendance Verific ation Counter at the ENTRANCE OF THE MEETING HALL.

2. **Members are requested to bring this slip along with them as duplicate slips will not be issued at the venue of the meeting.**

ARCOTECH LIMITED

Route Map to venue of AGM to be held on 27th Setember, 2018

