

Rajvir Industries Limited

Tradition of Innovation

Govt. Recognised Star Export House

Rajvir / Sec. / SE / 35 / 2019-20
07th September, 2019



Department of Corporate Services BSE,Limited, 1st Floor New Trading Ring,Rotunda Building, P.J. Towers,Dalal Street, Fort-Mumbai-400001	National Stock Exchange of India Ltd.,(NSE) Exchange Plaza, C-1, Block G,Bandra- Kurla Complex, Bandra(E), Mumbai – 400 051.
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Subject: Intimation of 15th Annual General Meeting, Book Closure and E-Voting.
Ref. No.: Scrip Code: 532665 Scrip ID: RAJVIR

Dear Sir/Madam

This is to inform you that 15th Annual General Meeting (AGM) of the Company will be held on Monday, the 30th September, 2019 at 03.30 P.M. (IST) at J.S.Krishna Murthy Hall, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana (India).

It is also informed that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2019 to 30th September, 2019 (both days inclusive) for the purpose of AGM.

Further, e-voting facility is being provided to the members of the Company as per the details given below:

S.N	Particulars	Event Date
1-	Cut-off date for determining the eligibility for e-voting and voting at the AGM	20 th September, 2019
2-	Remote e-voting commencement Date	27 th ,September,2019 at 9.00 A.M (IST)
3-	Remote e-voting end Date	29 th ,September,2019 at 5.00 P.M (IST)
4-	Date of 15 th Annual General Meeting	30 th ,September,2019 at 3.30 P.M (IST)

You are requested to please take the same on record.

Thanking you

Yours truly

For Rajvir Industries Limited

Anadish Srivastava
Company Secretary & Compliance Officer
M.No.: ACS-57126



Encl.: As above

CIN-L17116TG2004PLC044053



NOTICE

NOTICE is hereby given that the 15th Annual General Meeting of **RAJVIR INDUSTRIES LIMITED** will be held on Monday, 30th September 2019 at 3.30 P.M. at J.S.Krishna Murthy Hall, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana 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 2019, together with the Reports of Directors and Auditors thereon.

2. To consider and if thought fit to pass the following resolution with or without modification(s) as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of the section 139 of the Companies Act, 2013 read with Companies(Audit and Auditor) Rules 2014, M/S K C Bhattacharjee & Paul, Chartered Accountants,(Firm Registration Number:303026E) be and is hereby re-appointed as Statutory Auditors of the Company to hold the Office from the conclusion of this Annual General Meeting of the Company till the conclusion of the next Annual general Meeting of the Company to be held in the year 2020 at such remuneration to be fixed by the Board of Directors in consultation with the Auditors.”

SPECIAL BUSINESS:

3. Appointment of Independent Director of the Company:

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 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Sri. Ritesh Agrawal (DIN-02415143) who was appointed as an additional director of the Company, categorized as an Independent, by the Board of Directors with effect from 14th February, 2019, in terms of Section 161 of the Companies Act 2013 and in respect of whom the Company has received a notice in writing from a member in terms of Section 160 of the Companies Act, 2013, proposing Sri. Ritesh Agrawal for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 3 years with effect from 14th February, 2019, not liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient to give effect to the foregoing resolution.”

By the Order of the Board
For **RAJVIR INDUSTRIES LIMITED**

Sd/-

Place: Secunderabad
Date: 14.08.2019

Anadish Srivastava
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

Pursuant to the provisions of the Companies Act 2013 and the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percentage of the total share capital of the Company carrying voting rights.

2. The Register of members and share transfer books of the company will remain closed from 24-09-2019 to 30-09-2019 (both days inclusive) for the purpose of annual closure.
3. Members / Proxies should bring the attendance slips duly filled in and signed for attending the meeting.
4. Members, who are holding shares in the identical order of names in more than one folio, are requested to write to the Company to enable it to consolidate their holding in one folio.
5. As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members of the Company in respect of shares held by them. The members, who wish to nominate a person, may furnish the required details to the Company in the prescribed form.
6. In case of Joint holders attending the meeting, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will entitled to vote.
7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to M/s XL Sofetch Systems Ltd/the Company by sending a duly signed letter along with self-attested copy of Pan Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of Bank passbook /Statement attested by the bank . Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participants.
8. The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses. In respect of electronic holdings, with the Depository through their concerned Depository Participants and members who hold shares in physical form are requested to register the same with our RTA, **M/s XL Sofetch Systems Ltd, 3, Sagar Society, Road No.02, Banjara Hills, Hyderabad - 500034 .**
9. Electronic copy of the Notice of the 15th Annual General Meeting of the Company inter alia indicating the process and manner of E-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email Ids are registered with the Company/Depository Participant(s) for communication purposes 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 Notice of the 15th Annual General Meeting of the Company inter alia indicating the process and manner of E-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that the Notice of the 15th Annual General Meeting and the Annual Report for 2018-19 will also be available on the Company's website www.rajvirindustrieslimited.com for their download. The physical copies of the aforesaid

documents will also be available at the Company's Registered Office in Hyderabad for inspection between 2:00 p.m. to 4:00 p.m. on all working days from Monday to Saturday. Even after registering for E-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communication, the Members may also send requests to the Company or to its Registrar and Share Transfer Agent, at the following Email ID respectively : rajvir@rajvirindustrieslimited.com./xlfield@gmail.com.

10. The Company (Management and Administration) Rules, 2015 provide that the electronic voting period shall close at 5.00 p.m. on the date preceding the AGM. Accordingly, the e-voting will be available at the <https://www.evoting.nsdl.com>. The remote e-voting period will commence at 9.00 AM (IST) on 27th September, 2019 and will end at 5.00 PM (IST) on 29th September, 2019. The remote e-voting will not be allowed beyond the aforesaid period and time, and the remote e-voting module shall be displayed by NSDL for e-voting thereafter. Once the vote on a resolution is cast by a member shall not be allowed to change subsequently.
11. The member(s) who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again. In order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set forth in their Notice, the Company is enclosing a Ballot form with the Notice. Resolution(s) passed by the members through ballot forms, remote e-voting and voting at the AGM are deemed to have passed as if they have been passed at the AGM.
- 12- Members are requested to quote their Registered Folio No. in all correspondence(s) with the Company.
- 13- The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- 14- 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 20th September, 2019 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- 15- Mr. CS S.S. Marthi, Company Secretary (Membership No. FCS 1989) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- 16- The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- 17- The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 18- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.rajvirindustrieslimited.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE and NSE, Mumbai.
- 19- **Process and manner of voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and

Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The instructions for e-voting are as follow:

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder – Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "Rajvir Industries Limited".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to spcspl@gmail.com with a copy marked to evoting@nsdl.co.in

- B. In case a Member receives physical copy of the Notice of AGM) [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is pasted as below/at the bottom of the Attendance Slip for the AGM)

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
<u>112339</u>	-	-

(ii)-In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

(iii)-If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password / PIN for casting your vote.

(iv)-You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

(v)-The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 20th September, 2019.

(vi)-Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 20th September, 2019, may obtain the USER ID and password in the manner as mentioned below:

a. If the mobile number of the member is registered against Folio No/DP ID Client ID, the member may send SMS: MYEPWD ^ space^ E-voting Event number+ Folio No or DP ID Client ID to 9212993399

Example for NSDL :MYEPWD ^SPACE^ IN12345612345678

Example for Physical :MYEPWD ^SPACE^ ***1234567890

b. If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of www.evoting.nsdl.com, the member may click "forgot password" and enter Folio No. or DP ID and PAN to generate a password.

c. Member may call toll free no.: 1800-222-990.

d. Member may send an email request to evoting@nsdl.co.in

20- The relative Explanatory Statements pursuant to Section 102 of the Companies Act 2013 in respect of Special Business set out above is annexed herewith.

By the Order of the Board
For **RAJVIR INDUSTRIES LIMITED**

Sd/-

Place: Secunderabad
Date: 14.08.2019

Anadish Srivastava
Company Secretary

EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.

ITEM NO.3

The Board of Directors on recommendations of nomination and remuneration committee, Sri Ritesh Agrawal was appointed as an additional director categorized as Independent Director on the Board of the Company w.e.f. 14th February, 2019. Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Sri Ritesh Agrawal holds office upto the date of this 15th Annual General Meeting and is eligible to be appointed as an Independent Director for a term up to three years. Notice as required under Section 160 of the Companies Act, 2013 has been received from a member signifying their intention to propose his as candidate for the office of Director of the Company.

The Company has also received from Sri Ritesh Agrawal i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014, II) Intimation in Form DIR-8 pursuant to terms of the Companies (Appointment & Qualification of Directors) Rules 2014 to the effect that he is not disqualified as per Section 164(2) of the Companies Act 2013 and III) a declaration to the effect that he meets the criteria of independence as provided under section 149 of the Companies Act 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

In the opinion of the Board, Sri Ritesh Agrawal fulfil the conditions for appointment of Independent Director as specified in the Companies Act 2013 and Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and is independent of the management.

The profiles and other details of Sri Ritesh Agrawal is set out here into the notice.

Copy of the draft letter of appointment as Independent Director setting out the terms and conditions of appointment is available for inspection without any fee by the members at the Registered Office of the Company.

The Board of Directors recommend the resolution set out at Item No 3 of this Notice for your approval.

None of the Directors, Key Managerial personnel and relatives thereof have any concerns or interest, financial or otherwise in the resolution as set out in the Item No 3 of the Notice.

By the Order of the Board
For **RAJVIR INDUSTRIES LIMITED**

Place: Secunderabad
Date: 14.08.2019

Sd/-
Anadish Srivastava
Company Secretary

Particulars of Director appointed at this Annual General Meeting of the Company, pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are as under:

(i)

Name of Director	Sri Ritesh Agrawal
Date of Birth	11-05-1973
Date of Appointment	14 th February, 2019
Qualification	Industrial Engineering
List of other Companies in which Directorship is held as on 31st March, 2019	1- Arcons Infrastructures And Constructions Private Limited 2- Bluemount Commercial Private Limited 3- Arcons Real Estate Private Limited
Chairman/Members of the Committee in other Companies	Nil
Inter-se relationship with other Directors and Key Managerial Personnel)	Nil
Nature of Appointment (Appointment/Reappointment)	Appointment

RAJVIR INDUSTRIES LIMITED

Regd. Office: 1st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad -500 003 (TS)

PROXY FORM

Regd. Folio No. / DPID – Client ID No. _____

I/We _____ of _____ in the district of _____ being a member
members of Rajvir Industries Limited hereby appoint _____ of

_____ in the district of _____ or failing him / her _____ of

_____ in the district of _____ as my/our proxy to vote for me/us on my/our behalf at the
Annual General Meeting of the Company to be held on Monday the 30th September, 2019 at 03.30 P.M. at J.S. Krishna
Murthy Hall, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana.

Signed this _____ day of _____ 2019.

Affix
1Rupee
Revenue
Stamp_____
Signature of Shareholder/sNote : The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the
Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meet- ing. The Proxy
need not be a member of the Company.**RAJVIR INDUSTRIES LIMITED**Regd. Office: 1st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad -500 003 (T.S)
(To be handed over at entrance of the Meeting Venue)**ATTENDANCE SLIP**

Regd. Folio No. / DPID – Client ID No. _____

SHAREHOLDER'S NAME : _____
(in Block Capitals)

In case of Proxy

NAME OF PROXY : _____
(in Block Capitals)

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 Annual General Meeting of the Company held on Monday, 30th September, 2019
at 03.30 P.M. at J.S. Krishna Murthy Hall, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004,
Telangana

Signature of Shareholder/s / Proxy

Note: Please bring this Attendance Slip when coming to the Meeting.

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]

Name of the Company	RAJVIR INDUSTRIES LIMITED
CIN	L17116TG2004PLC044053
Registered Office	105, 1ST FLOOR, SURYA TOWERS, S.P. ROAD, SE-CUNDERA- BAD TELANGANA INDIA – 500003
Telephone	040 6622 5555, 2784 5628 Fax : 040 2784 0656
Website	www.rajvirindustrieslimited.com

BALLOT PAPER

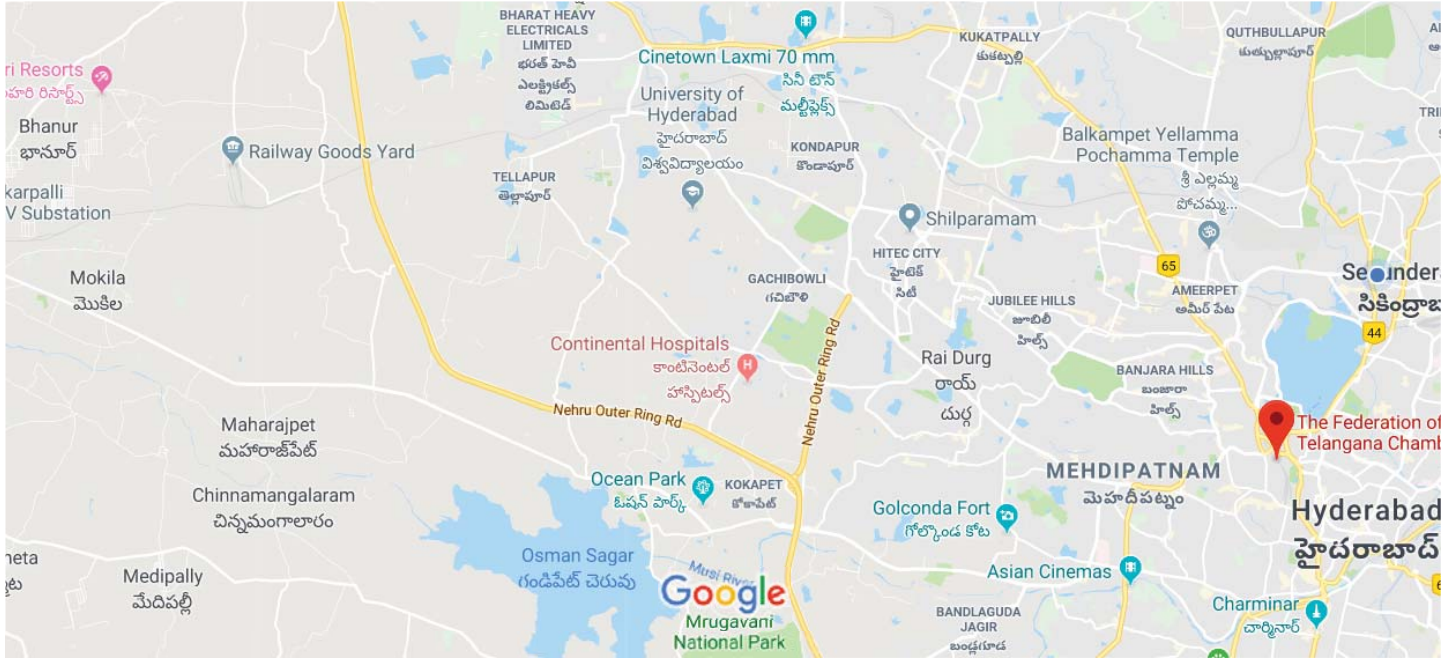
Sr.No.	Particulars	Details
1.	Name of the First Named Shareholder (In BLOCK letters)	
2.	Postal address	
3.	Registered Folio No./ *DP ID and Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/ Special Resolution/s enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr No.	ITEM NO.	No. of shares held by me	I assent to	I dissent from the resolution
ORDINARY BUSINESS				
1.	To receive, consider and adopt the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss for the year ended as on that date, Directors' Report and Auditors' Report thereon			
2.	To consider and if thought fit to pass the resolution for re-appointment of M/s K C Bhattacharjee & Paul, Chartered Accountants, (Firm Registration Number:303026E) as Statutory Auditors of the Company till the conclusion of the next Annual general Meeting of the Company to be held in the year 2020 with or without modification(s) as an Ordinary Resolution.			
3.	APPOINTMENT OF INDEPENDENT DIRECTOR To consider and if thought fit, to pass the resolution for appointment of Sri. Ritesh Agrawal as an Independent Director of the Company for a period of 3 years with effect from 14th February, 2019, with or without modification(s), the resolution as an Ordinary Resolution :			



The Federation of Telangana Chambers of Commerce and Industry



Map data ©2019 2 km



The Federation of Telangana Chambers of Commerce and Industry

4.3 ★ ★ ★ ★ ★ (27)

Chamber of Commerce



Directions



Save



Nearby



Send to your
phone



Share



Federation House, 11-6-841, FTAPCCI Marg, Hari Nagar, Red Hills, Lakdikapul, Hyderabad, Telangana 500004



CF28+63 Hyderabad, Telangana



ftapcci.com