



# Riba Textiles Limited

(GOVT. RECOGNISED EXPORT HOUSE)

REGD. OFFICE : DD-14, NEHRU ENCLAVE,  
OPP. KALKAJI POST OFFICE, NEW DELHI-110019

Telephone : 011-26236986

Fax : 011-26465227

CIN No. : L18101DL1989PLC034528

Date: 05.09.2017

To,  
Corporate Relation Department  
**Bombay Stock Exchange Ltd.**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street Mumbai -400001

**BSE Code: 531952/Equity**

Dear Sir(s)

**Sub: Intimation regarding 29<sup>th</sup> Annual General Meeting, Book Closure date and E-voting.**

Pursuant to clause 12 of Part A of Schedule III read with regulation 30 of the SEBI (Listing obligations and disclosure requirements) regulations, we are pleased to enclose herewith the Notice of 29<sup>th</sup> Annual General Meeting of the Members of Riba Textiles Limited to be held on **Friday, 29<sup>th</sup> day of September 2017 at 11.00 a.m. at the registered office of the Company at DD-14 Nehru Enclave, Opp. Kalka Ji Post Office, New Delhi-110019.**

Notice has been sent to the members at their registered address and also by e-mail whose e-mail address is registered with the Company. The dispatch of the Notice of the AGM either by e-mail or by sending physical copy has been completed on 04<sup>th</sup> September, 2017. A copy of the Notice of 29<sup>th</sup> Annual General Meeting is also available on the website of the Company and can be downloaded from the website of Company.

Further, pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the register of member and Share transfer book shall remain closed from 23<sup>rd</sup> September to 29<sup>th</sup> September both days inclusive for the purpose of AGM.

In Compliance with the Provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI LODR 2015 (including statutory modification(s) or re-enactment thereof, for the time being in force), The Company will provide electronic voting facility for transacting all the business items as mentioned in Notice of Annual General Meeting through e-voting facility on the platform of Central Depository Services (India) Limited (CDSL). The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ("remote e-voting").

Further pursuant to Rule 20(3) (vii) of the Companies (Management and Administration) Amendment Rules, 2015 Company has fixed **Friday, 22<sup>nd</sup> September 2017** as cut-off date to determine the shareholders (holding equity shares both in electronic and physical form) eligible to cast their vote electronically for the business to be transacted at the ensuing AGM of the Company.

The remote e-voting facility shall commence on **Tuesday, 26<sup>th</sup> September, 2017 at 10.00 A.M.** and will end on **Thursday, 28<sup>th</sup> September, 2017 at 5:00 P.M.** No e-voting shall be allowed beyond the said date and time.

Kindly take the above on record.

Thanking You,

Yours Faithfully,

For **Riba Textiles Limited**

  
**Nehra Dubey**

**Company Secretary**

**Encl.: as above**

# Riba Textiles Limited

CIN: L18101DL1989PLC034528

**Registered Office:** DD-14, Nehru Enclave, Opp. Kalka Ji Post Office, New Delhi-110019

Email: company.affairs@ribatextiles.com, Website: www.ribatextiles.com

Tel No. : +91 11 26236986, Fax No.: +91 11 26465227

## **NOTICE**

NOTICE is hereby given that the 29<sup>th</sup> Annual General Meeting of the members of Riba Textiles Limited ("the Company") will be held on Friday, the 29<sup>th</sup> day of September, 2017 at 11:00 AM at the registered office of the Company at DD-14, Nehru Enclave, Opp. Kalka Ji Post Office, New Delhi-110019 to transact the following Businesses:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March 2017 together with the Report of the Board of Directors and the Auditors' Report thereon.
2. To appoint a Director in place of Mrs. Asha Garg (DIN: 06987609), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint Auditors and in this regard to consider and if thought fit to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. Ashwani K Sindhvani, Chartered Accountant (Firm Registration No. 021529M ), be and is hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this 29<sup>th</sup> Annual General Meeting till the conclusion of 34<sup>th</sup> Annual General Meeting of the Company, subject to ratification of their appointment by members at every Annual General Meeting, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable GST and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit”.

### **SPECIAL BUSINESS**

4. **RE-APPOINTMENT AND REVISION IN THE TERMS OF REMUNERATION OF MR.RAVINDER GARG-WHOLE-TIME DIRECTOR:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 196,197, 203 and other applicable provisions and Rules made there under, if any, read with Schedule V of the Companies Act, 2013 as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Ravinder Garg (DIN: 00202164) as Whole-time Director of the Company who will be liable to retire by rotation for a period of three years w.e.f. 1<sup>st</sup> January, 2018 at the following revised remuneration and other terms and conditions as proposed and recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company :

#### **Salary**

Salary – Rs. 7,00,000/- per month (Seven Lac only).

**RESOLVED FURTHER THAT** he will also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration as specified above:-

- Gratuity payable as per the Rules of the Company but not exceeding 15 days salary for each completed year of service,
- Encashment of leave at the end of the tenure as per rules of the Company
- Provident Fund will not be included in the computation of Salary to the extent the same are not taxable under the Income-Tax Act, 1961.

**RESOLVED FURTHER THAT** revision in terms of remuneration will be applicable for the remaining period of current tenure also.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any year, during the tenure of his office, the remuneration as set out in the resolution, shall be paid and allowed to Mr. Ravinder Garg as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to alter, vary and modify any of the terms and conditions of the said re-appointment/remuneration including salary, allowances and perquisites in accordance with and subject to the limits prescribed in Section 196, 197 and/or Schedule V of the Companies Act, 2013 or any amendment or any statutory modifications or re-enactment thereof, subject to approvals, if any as may be required and as may be agreed between the Board of Directors and Mr. Ravinder Garg.

Other Terms and conditions of the appointment and remuneration shall remain the same.

**RESOLVED FURTHER THAT** Mr. Amit Garg [DIN: 00202171], Managing Director of the Company be and is hereby authorized to affix his Digital Signature and File necessary e-forms with the Registrar of Companies, Delhi & Haryana and take such steps and to do all such acts, deeds, matters and things as may be required to give effect to this resolution."

5. **RE-APPOINTMENT AND REVISION IN THE TERMS OF REMUNERATION OF MR.AMIT GARG-MANAGING DIRECTOR:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196,197, 203 and other applicable provisions and Rules made there under, if any, read with Schedule V of the Companies Act, 2013 as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Amit Garg (DIN: 00202171) as Managing Director of the Company who will be liable to retire by rotation for a period of three years w.e.f. 1st January, 2018 at the following revised remuneration and other terms and conditions as proposed and recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company:

**Salary**

Salary – Rs. 7,00,000/- per month (Seven Lac only)

**RESOLVED FURTHER THAT** he will also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration as specified above :-

- Gratuity payable as per the Rules of the Company but not exceeding 15 days salary for each completed year of service,
- Encashment of leave at the end of the tenure as per rules of the Company
- Provident Fund will not be included in the computation of Salary to the extent the same are not taxable under the Income-Tax Act, 1961.

**RESOLVED FURTHER THAT** revision in terms of remuneration will be applicable for the remaining period of current tenure also.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any year, during the tenure of his office, the remuneration as set out in the resolution, shall be paid and allowed to Mr. Amit Garg as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter, vary and modify any of the terms and conditions of the said re-appointment/remuneration including salary, allowances and perquisites in accordance with and subject to the limits prescribed in Section 196, 197 and/or Schedule V of the Companies Act, 2013 or any amendment or any statutory modifications or re-enactment thereof, subject to approvals, if any as may be required and as may be agreed between the Board of Directors and Mr. Amit Garg.”

Other Terms and conditions of the appointment and remuneration shall remain the same.

**RESOLVED FURTHER THAT** Mr. Nitin Garg [DIN: 00202179], Managing Director of the Company be and is hereby authorized to affix his Digital Signature and File necessary e-forms with the Registrar of Companies, Delhi & Haryana and take such steps and to do all such acts, deeds, matters and things as may be required to give effect to this resolution."

6. **RE-APPOINTMENT AND REVISION IN THE TERMS OF REMUNERATION OF MR.NITIN GARG-WHOLE-TIME DIRECTOR:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196,197, 203 and other applicable provisions and Rules made there under, if any, read with Schedule V of the Companies Act, 2013 as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Nitin Garg (DIN: 00202179) as Whole-time Director of the Company who will be liable to retire by rotation for a period of three years w.e.f. 1st January, 2018 at the following revised remuneration and other terms and conditions as proposed and recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company :

**Salary**

Salary – Rs. 7,00,000/- per month (Seven Lac only).

**RESOLVED FURTHER THAT** he will also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration as specified above:-

- Gratuity payable as per the Rules of the Company but not exceeding 15 days salary for each completed year of service,
- Encashment of leave at the end of the tenure as per rules of the Company
- Provident Fund will not be included in the computation of Salary to the extent the same are not taxable under the Income-Tax Act, 1961.

**RESOLVED FURTHER THAT** revision in terms of remuneration will be applicable for the remaining period of current tenure also.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any year, during the tenure of his office, the remuneration as set out in the resolution, shall be paid and allowed to Mr. Nitin Garg as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to alter, vary and modify any of the terms and conditions of the said re-appointment/ remuneration including salary, allowances and perquisites in accordance with and subject to the limits prescribed in Section 196, 197 and/or Schedule V of the Companies Act, 2013 or any amendment or any statutory modifications or re-enactment thereof, subject to approvals, if any as may be required and as may be agreed between the Board of Directors and Mr. Nitin Garg.”

Other Terms and conditions of the appointment and remuneration shall remain the same.

**RESOLVED FURTHER THAT** Mr. Amit Garg [DIN: 00202171], Managing Director of the Company be and is hereby authorized to affix his Digital Signature and File necessary e-forms with the Registrar of Companies, Delhi & Haryana and take such steps and to do all such acts, deeds, matters and things as may be required to give effect to this resolution."

**7. CHANGE IN DESIGNATION OF MRS. ASHA GARG FROM NON-EXECUTIVE TO EXECUTIVE DIRECTOR OF THE COMPANY:**

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

“RESOLVED THAT pursuant to Section 197 and all other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force) as proposed and recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company respectively, the consent of the Members of the Company be and is hereby accorded to change in the designation of Mrs. Asha Garg [DIN: 06987609] from Non-Executive Director to Executive Director of the Company with effect from 10th February, 2017 at a remuneration of Rs.75,000/- (Rupees Seventy Five Thousand) per month notwithstanding it being in excess of the limits as prescribed in Section 197 of the Act, the recovery of such excess is hereby waived.

**RESOLVED FURTHER THAT** the other terms and conditions of appointment of Mrs. Asha Garg [DIN: 06987609], currently holding office as non-executive Director of the Company, liable to retire by rotation, will remain unaltered.

**RESOLVED FURTHER THAT** Mr. Amit Garg [DIN: 00202171], Managing Director of the Company be and is hereby authorized to affix his Digital Signature and File necessary e-forms with the Registrar of Companies, Delhi & Haryana and take such steps and to do all such acts, deeds, matters and things as may be required to give effect to this resolution."

By order of the Board of Directors  
For **Riba Textiles Limited**

**Place : Panipat**  
**Date : 11.08.2017**

**Sd/-**  
**Ravinder Garg**  
**Chairman & Whole-time Director**  
**DIN: 00202164**

**Notes:**

1. Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business mentioned in the notice, are annexed hereto.
2. Members are requested to bring their copy of Annual Report to the Meeting.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the proxy in Form MGT-11 annexed hereto, in order to be effective, should reach the registered office of the Company duly completed and signed, not less than 48 hours before the commencement time of the meeting. A person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total paid up share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the company provided that such person shall not act as a proxy for any other person. Proxies submitted on behalf of the Companies, Societies, etc must be supported by an appropriate resolution / authority as applicable.
4. In furtherance of Go Green Initiative of the Government the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same.
5. Physical copy of Annual Report for 2016-17, the Notice of 29<sup>th</sup> Annual General Meeting of the Company along with attendance slip and proxy form are being sent to those members who have not registered their e-mail addresses with the Company / Depository Participants. The Annual Report for 2016-17, the Notice of 29<sup>th</sup> Annual General Meeting will also be available on the Company's website [www.ribatextiles.com](http://www.ribatextiles.com).
6. All alterations made in the Form of Proxy should be duly initialed.
7. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
8. Particulars of directors proposed to be appointed/re-appointed, as required under Listing Regulations is annexed hereto as Annexure A.
9. Relevant documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company at DD-14, Nehru Enclave, Opp. Kalka Ji, Post Office, New Delhi-110019, on all working days except Sundays during business hours up to the date of the Meeting and also at the venue of the meeting.
10. The Register of Members and Share Transfer Books of the Company shall remain closed from 23<sup>rd</sup> September, 2017 to 29<sup>th</sup> September 2017 (both days inclusive).
11. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting. Members who hold shares in physical form are requested to bring their folio numbers for easy identification of attendance at the meeting.
12. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.



13. Members are requested to notify immediately change in their address, if any, to their Depository Participants (DPs) in respect of their holdings in electronic form and to the Registrars of the Company i.e. M/S Beetal Financial & Computer Services (P) Ltd. 3rd Floor, 99 Mandangir Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi -110062 PH: 29961280, 29961281, 29961282, Fax: 29961284, in case of their shareholding in physical form, by mentioning their folio nos. etc..
14. SEBI vide its Circular No. MRD/Dop/Cir-05/2009 dated 20<sup>th</sup> May 2009 has made it mandatory to submit PAN for registration of physical share transfer requests. Members holding shares in electronic form are, therefore, requested to submit a copy of their PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrars and Transfer Agents Beetal Financial & Computer Services (P) Ltd.
15. Members seeking further information about the Accounts/Working of the Company are requested to write to the Company at its registered office, at least 7 days in advance of the meeting, to enable the Directors to keep the information ready. They may also email their queries at [company.affairs@ribatextiles.com](mailto:company.affairs@ribatextiles.com).
16. The Company has already joined the Depository System and the ISIN for the equity shares of the Company is INE811H01017. Members holding shares in physical mode are requested to convert their holdings into Dematerialized mode, for easy transferability of shares.
17. Non-Resident Indian Members are requested to inform M/S Beetal Financial & Computer Services (P) Ltd immediately of any change in their residential status on return to India for permanent settlement.
18. Shareholders are requested to fill-in and sign the attendance slip and hand it over at the entrance of the venue of the meeting.
19. Members holding shares in identical order of names in more than one folios are requested to write to the Company enclosing their share certificates to consolidate their holdings in one folio.
20. Members are advised to make nomination in respect of their shareholding. Shareholders desirous of making nominations are requested to send their request to the Registrar and Transfer Agent, M/S Beetal Financial & Computer Services (P) Ltd.
21. To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, members are requested to register their e-mail addresses with M/S Beetal Financial & Computer Services (P) Ltd if shares are held in physical mode or with their DP, if the holding is in electronic mode. In case a member holding shares in Dematerialized mode, want to obtain the copy of Annual Report in physical mode, he is requested to request the Company or R&TA in writing, for the same.
22. In terms of and 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing its members the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. Necessary arrangements have been made by the Company with Central Depository (Services) India Limited (CDSL) to facilitate remote e-voting. The remote E-voting is optional and members shall have the option to vote either through remote e-voting or in person at the Annual General Meeting through ballot polling paper.

Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. **22nd September, 2017**.

A person, whose name is recorded in the register of member or in the register of beneficial owner maintained by the depositories as on cut-off date i.e. **22nd September, 2017** only shall be entitled to avail the facility of remote e-voting/ voting through ballot or polling paper at the Meeting.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on, **September 26, 2017 at 10.00A.M. And ends on, September, 28, 2017 and 5.00 P.M.** During these period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **September, 22, 2017**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date may also attend the meeting but would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on address Slip on the envelope.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach

'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the **Riba Textiles Limited** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (i) 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. **Sep, 22, 2017** may follow the same instructions as mentioned above for e-Voting.
- (ii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section call CDSL on helpdesk phone number 18002005533 or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- You can 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).

- **Poll Process at AGM**

The voting on the agenda items shall be done by e-voting as well as by Poll. Those who do not exercise the option of e-voting shall be entitled to participate and vote at the Poll to be conducted at the venue of the AGM on the date of the meeting. Ballot Papers will be issued immediately after an announcement in this regard by the Chairman of the meeting and will continue up to 12 Noon or such extended time as may be fixed by the Company.

The number of votes will be equivalent to the number of shares held by them as on the Cut-Off Date i.e. **September 22, 2017**.

- **Mr. Satish K Kapoor, a Chartered Accountant (Membership No.094823)** has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting process at AGM in a fair and transparent manner.
- The Results shall be declared on and after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.ribatextiles.com](http://www.ribatextiles.com) and on the website of CDSL within 24 hours of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

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

### **ITEM NO. 4**

At the AGM held on 30<sup>th</sup> September, 2015, Mr. Ravinder Garg (DIN: 00202164) was re-appointed as Whole-time Director of the Company for a period of 3 years w.e.f 1st January 2015. The term of office of Mr. Ravinder Garg (DIN: 00202164) as Whole-time Director of the Company is due to expire on January 1, 2018.

Keeping in view the Industry benchmark and the role and responsibilities shouldered by Mr. Ravinder Garg the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, at their meeting held on 11th August 2017, subject to the approval of the shareholders, Reappointed him and revised his remuneration as detailed in the resolution.

The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Section 197 and all other applicable provisions, if any, of the Act read with Schedule V to the Act, as amended and as in force from time to time. All other terms and conditions of appointment of Mr. Ravinder Garg, whole time Director of the Company, as approved at the AGM of the Company held on 30<sup>th</sup> September 2015, remain unchanged.

In compliance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Act, the Re-appointment and revised terms of remuneration of Mr. Ravinder Garg are now being placed before the Members for their approval.

Mr. Ravinder Garg himself and Mr. Amit Garg, Mr. Nitin Garg, Mrs. Asha Garg being relative may be considered to be interested in the aforesaid resolution, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution at Item No.5 of the accompanying Notice.

The additional information as per Schedule V of the Companies Act, 2013 with respect to the Company and the Appointee is given in Annexure A to this notice.

The Board recommends the Resolution at Item No.4 of the accompanying Notice for approval by the Members of the Company

#### **ITEM NO. 5**

At the AGM held on 30th September, 2015, Mr. Amit Garg (DIN: 00202171), was re-appointed as Managing Director of the Company for a period of 3 years w.e.f 1st January 2015. The term of office of Mr. Amit Garg as Managing Director of the Company is due to expire on January 1, 2018.

Keeping in view the Industry benchmark and the role and responsibilities shouldered by Mr. Amit Garg, the Board of Directors of the Company on the recommendation of the remuneration Committee, at their meeting held on 11th August 2017, subject to the approval of the shareholders, Reappointed him and revised his remuneration as detailed in the resolution.

The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Section 197 and all other applicable provisions, if any, of the Act read with Schedule V to the Act, as amended and as in force from time to time. All other terms and conditions of appointment of Mr. Amit Garg, Managing Director of the Company, as approved at the AGM of the Company held on 30<sup>th</sup> September 2015, remain unchanged.

In compliance with the provisions of Sections 196,197,198 & 203 read with Schedule V to the Act, the Re-appointment and revised terms of remuneration of Mr. Amit Garg are now being placed before the Members for their approval.

Mr. Amit Garg himself and Mr. Ravinder Garg, Mr. Nitin Garg, Mrs. Asha Garg being relative may be considered to be interested in the aforesaid resolution, none of other the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution at Item No.5 of the accompanying Notice.

The additional information as per Schedule V of the Companies Act, 2013 with respect to the Company and the Appointee is given in Annexure A to this notice.

The Board recommends the Resolution at Item No.5 of the accompanying Notice for approval by the Members of the Company

#### **ITEM NO. 6**

At the AGM held on 30<sup>th</sup> September, 2015, Mr. Nitin Garg (DIN: 00202179) was re-appointed as Whole-time Director of the Company for a period of 3 years w.e.f 1st January 2015. The term of office of Mr. Nitin Garg (DIN: 00202179) as Whole-time Director of the Company is due to expire on January 1, 2018.

Keeping in view the Industry benchmark and the role and responsibilities shouldered by Mr. Nitin Garg, the Board of Directors of the Company on the recommendation of the remuneration Committee, at their meeting held on 11th August 2017, subject to the approval of the shareholders, Reappointed him and revised his remuneration as detailed in the resolution.

The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Section 197 and all other applicable provisions, if any, of the Act read with Schedule V to the Act, as amended and as in force from time to time. All other terms and conditions of appointment of Mr. Nitin Garg, whole time Director of the Company, as approved at the AGM of the Company held on 30th September 2015, remain unchanged.

In compliance with the provisions of Sections 196,197,198 & 203 read with Schedule V to the Act, the reappointment and revised terms of remuneration of Mr. Nitin Garg are now being placed before the Members for their approval.

Mr. Nitin Garg himself and Mr. Ravinder Garg, Mr. Amit Garg, Mrs. Asha Garg being relative may be considered to be interested in the aforesaid resolution, none of other the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution at Item No.6 of the accompanying Notice.

The additional information as per Schedule V of the Companies Act, 2013 with respect to the Company and the Appointee is given in Annexure A to this notice.

The Board recommends the Resolution at Item No.6 of the accompanying Notice for approval by the Members of the Company.

### **ITEM NO. 7**

Members are apprised that Mrs. Asha Garg was appointed as Non-executive Additional Woman Director of the Company in the Board meeting held on 30th Sep.,2014 and was regularized in the Annual General Meeting held on 30th Sep.,2015 as Non-executive Woman Director of the Company liable to retire by rotation. She has shown her willingness to act as Executive Director of the Company.

The Nomination & Remuneration Committee and the Board of Directors in their respective meetings held on 10th Feb., 2017 considering the vast experience of Mrs. Asha Garg in the field of textile, administration and general management of the company has decided to avail her services on regular basis. Hence, the Committee & the Board of Directors have proposed to change her designation from Non-executive to Executive Director of the Company at a fix monthly remuneration of Rs.75,000/- (Rupees Seventy Five Thousand), other terms and conditions being unaltered as mentioned in Resolution No. 7. The change will take effect from 10th Feb., 2017 and requires the approval of shareholders in General Meeting by way of Special Resolution as per the provisions of Section 197 and other applicable provisions of the Companies Act, 2013.

Hence, this resolution.

Mrs. Asha Garg herself and Mr. Ravinder Garg, Mr. Amit Garg, Mr. Nitin Garg being relatives may be considered to be interested in the aforesaid resolution. None of the other Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution at Item No.7 of the accompanying Notice.

The Board recommends the Resolution at Item No.7 of the accompanying Notice for approval by the Members of the Company as a Special Resolution

By order of the Board of Directors  
For **Riba Textiles Limited**

**Place : Panipat**  
**Date :11.08.2017**

**Sd/-**  
**Ravinder Garg**  
**Chairman & Whole-time Director**  
**DIN: 00202164**

**“ANNEXURE A TO THE NOTICE”**

**DISCLOSURE PURSUANT TO THE REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, THE INFORMATION REQUIRED TO BE GIVEN, IN CASE OF THE APPOINTMENT/REAPPOINTMENT OF THE DIRECTORS IS AS FOLLOWS:**

Director's Name	Mrs. Asha Garg	Mr. Amit Garg	Mr. Ravinder Garg	Mr. Nitin Garg
Date of Birth	04.07.1945	30.08.1966	02.09.1943	07.07.1971
Date of Appointment on the Board	30.09.2014	01.12.1994	13.03.1989	01.12.1994
Qualifications	Master Degree of Art	MBA from Melbourne University Australia	Bachelor of Art	B. Com. Diploma in Marketing
Name of other Companies in which he holds Directorships	None	None	• Ravi Promoters Pvt. Ltd.	• Ravi Promoters Pvt. Ltd
Name of the committees of Companies in which he holds memberships	<b>Riba Textiles Ltd.</b> • Internal Complaint Committee	None	<b>Riba Textiles Ltd.</b> • Stakeholders' Relationship Committee	<b>Riba Textiles Ltd</b>
Shareholding in the Company	16,97,131 Equity Shares	992400 Equity Shares	5,58,292 Equity Shares	817953 Equity Shares

By order of the Board of Directors  
For **Riba Textiles Limited**

**Place : Panipat**  
**Date :11.08.2017**

**Sd/-**  
**Ravinder Garg**  
**Chairman & Whole-time Director**  
**DIN: 00202164**

## “ANNEXURE B” TO THIS NOTICE

The additional information as per Schedule V of the Companies Act, 2013 with respect to the Company and the Appointee

### I. General Information:

- i. **Nature of Industry:** Textiles
- ii. **Date or expected date of commencement of commercial production:** The Company started Commercial production in 1989
- iii. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** N.A.
- iv. **Financial performance based on given indicators:**

(Rs. in Lacs)		
Particulars	2016-17	2015-16
Revenue from Operation	11,179.04	11,442.55
Other Income	217.66	176.68
Gross Receipts	11,396.70	11,619.23
Profit before Depreciation, Interest and Tax	973.61	579.30
Depreciation	273.74	224.72
Interest	134.81	148.11
Profit before Tax	565.06	206.47
Provision for Taxation (Including last year tax paid )	135.77	75.34
Profit after Tax	429.29	131.13

- v. **Foreign investments or collaborators, if any:** The Company has no Foreign Direct Investment or Foreign Collaboration with any party.

### II. Information about the Appointee:

#### A. Mr. Amit Garg-Managing Director

##### i. Background Details:

The brief profile of Mr. Amit Garg, has been attached as Annexure, forming part of This notice

##### ii. Past Remuneration:

2015 – 2016 : Rs. 42, 00,000  
2016 – 2017 : Rs. 42, 00,000

##### iii. Recognition or Awards: NIL



**iv. Job Profile and his Suitability:**

Mr. Amit Garg aged about 51 years has been associated with the Company as a promoter director since 1994. He is an MBA from Melbourne University Australia. He has been looking after the management and administration of the Company since last eleven years. In order to have the benefits of his experience, acumen, wisdom, maturity, connection and long association the Board of Directors is of the opinion that for smooth and efficient running of the business, Mr. Amit Garg is most suitable for the position of the Managing Director.

**v. Remuneration Proposed:**

The remuneration proposed is detailed in the resolution.

**vi. Comparative remuneration Profile with respect to Industry, Size of the Company, Profile of the position and person:**

Considering the qualification, experience of Mr. Amit Garg and responsibilities being shouldered and industry benchmark, the proposed remuneration is inline and commensurate with the remuneration being drawn by key managerial personnel of companies of similar size.

**vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Mr. Amit Garg belongs to promoter group and holds 992400 equity shares of the Company. Further part of the registered office of the Company is situated in premise owned by Mr. Amit Garg, for which monthly rental of Rs. 50,000/-is being paid to him. He has no other pecuniary relationship with the Company. Mr. Amit Garg is son of Mr. Ravinder Garg, the Whole-time Director and Mrs. Asha Garg, Director and brother of Mr. Nitin Garg, Whole-time Director of the Company.

**B. Mr. Ravinder Garg –Whole-time Director**

**i. Background Details:**

The brief profile of Mr. Ravinder Garg has been attached as Annexure, forming part of this notice.

**ii. Past Remuneration:**

2015 – 2016 :	Rs. 42, 00,000
2016 – 2017 :	Rs. 42, 00,000

**iii. Recognition or Awards: NIL.**

**iv. Job Profile and his Suitability:**

Mr. Ravinder Garg aged about 74 years has been associated with the Company as a promoter director since 13.03.1989 and has been instrumental and the guiding force behind the success of the Company and bringing the Company to the present level. He has excellent grasp and thorough knowledge and experience of Textile Industry. In order to have the benefits of his experience, acumen, wisdom, maturity, connections and long association the Board of Directors is of the opinion that for smooth and efficient running of the business, Mr. Ravinder Garg is the most suitable person for the position of Whole-time Director.

**v. Remuneration Proposed:**

The remuneration proposed is detailed in the resolution.

**vi. Comparative remuneration Profile with respect to Industry, Size of the Company, Profile of the position and person:**

Considering the qualification, experience of Mr. Ravinder Garg and responsibilities being shouldered and industry benchmark, the proposed remuneration is inline and commensurate with the remuneration drawn by key managerial personnel of companies of similar size.

**vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Mr. Ravinder Garg belongs to promoter group and holds 5,58,292 equity shares of the Company. Further administrative office of the Company is situated in premise owned by Mr. Ravinder Garg, for which monthly rental of Rs. 12,500/- is being paid to him. He has no other pecuniary relationship with the Company. Mr. Ravinder Garg is husband of Mrs. Asha Garg, and father of Mr. Nitin Garg and Mr. Amit Garg.

**C. Mr. Nitin Garg –Whole-time Director**

**i. Background Details:**

The brief profile of Mr. Nitin Garg, has been attached as Annexure, forming part of this notice.

**ii. Past Remuneration:**

2015 – 2016 :	Rs. 42, 00,000
2016 – 2017 :	Rs. 42, 00,000

**iii. Recognition or Awards: NIL.**

**iv. Job Profile and his Suitability:**

Mr. Nitin Garg aged about 46 years is a Bachelor of Commerce and has been associated with the Company as a promoter director since 01.12.1994 and has been looking after the sales and marketing functions of the Company. He has in depth knowledge of the different domestic and export markets for the products of the Company. Under his able marketing guidance and strategies the Company has been able to achieve new heights in the turnover of the Company. In order to have the benefits of his experience, acumen, wisdom, maturity, connections and long association the Board of Directors is of the opinion that services of Mr. Nitin Garg as Whole-time Director is required to be continued for the continued growth in the market and turnover.

**v. Remuneration Proposed:**

The remuneration proposed is detailed in the resolution.

**vi. Comparative remuneration Profile with respect to Industry, Size of the Company, Profile of the position and person:**

Considering the qualification, experience of Mr. Nitin Garg and responsibility being shouldered and industry benchmark, the proposed remuneration is inline and

commensurate with the remuneration drawn by key managerial personnel of companies of similar size.

**vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Mr. Nitin Garg belongs to promoter group and holds 817953 equity shares of the Company. Further part of the registered office of the Company is situated in premise owned by Mr. Nitin Garg, for which monthly rental of Rs. 50,000/-is being paid to him. He has no other pecuniary relationship with the Company. Mr. Nitin Garg is son of Mr. Ravinder Garg, the Whole-time Director and Mrs. Asha Garg, Director and brother of Mr. Amit Garg, Whole-time Director of the Company.

**III. OTHER INFORMATION:**

**i. Reasons of loss or inadequate profits:**

The Company is earning profits; however significant portion of the Company's turnover comprises overseas export sales, where margins are impacted by exchange fluctuations as well as global business dynamics. Further changes in customer demand also contribute to lower margins. These consequently result in inadequate profit.

**ii. Steps taken or proposed to be taken for improvement:**

The Company is consistently engaged in development of new and improved product and in search of the new market these will result in the higher productivity, turnover and margins.

**iii. Expected increase in productivity and profit in measurable terms:**

Considering the nature of business of the Company it is not possible to ascertain and quantify the expected increase in profits in measurable terms at this stage. However Company expects fair growth in total income and profitability.

**IV. DISCLOSURES:**

The details required to be given under this head is disclosed in Corporate Governance Report of the Company which forms part of Annual Report 2016-17.

By order of the Board of Directors  
For **Riba Textiles Limited**

**Place : Panipat**  
**Date :11.08.2017**

**Sd/-**  
**Ravinder Garg**  
**Chairman & Whole-time Director**  
**DIN: 00202164**

# Riba Textiles Limited

CIN: L18101DL1989PLC034528

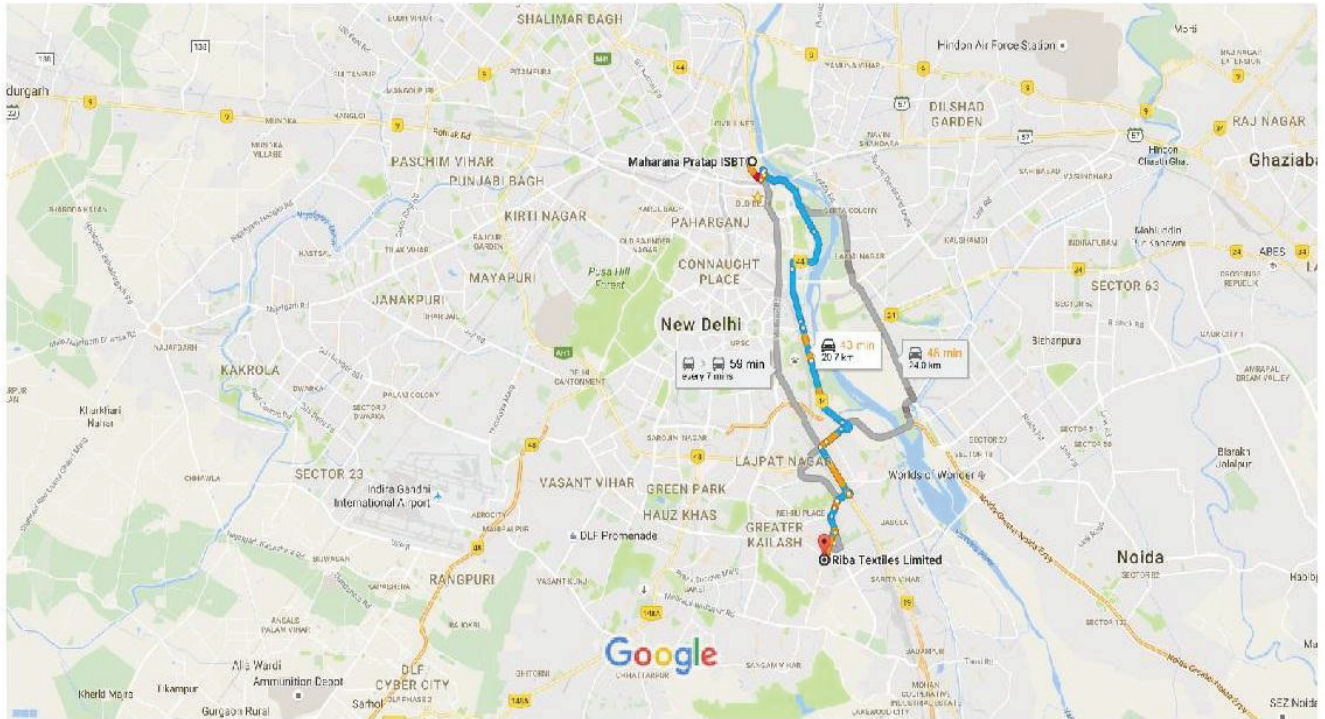
**Registered Office:** DD-14, Nehru Enclave, Opp. Kalka Ji Post Office, New Delhi-110019

Email: [company.affairs@ribatextiles.com](mailto:company.affairs@ribatextiles.com), Website: [www.ribatextiles.com](http://www.ribatextiles.com)

Tel No. : +91 11 26236986, Fax No.: +91 11 26465227

Maharana Pratap ISBT to Riba Textiles Limited

Drive 20.7 km, 43 min



Map data ©2016 Google 2 km



via NH44

32 min without traffic

43 min

20.7 km



via Delhi Noida Direct Flyway

36 min without traffic

48 min

24.0 km



3:22 PM–4:21 PM

59 min

214CL 246CL 405 729 753 838 901 > 425 425CL 429

Company and obtain a duplicate postal ballot form. Ballot Form can also be downloaded from our website. For any queries/grievances relating to voting by postal Members are requested to contact Ranjeet Kumar Verma at email id: rkvac@gmail.com, phone no.: 0120-4234

Date : 04.09.2017  
Place : New Delhi

## Lehar LAWRESHWAR

REGD OFFICE: A-243(A), ROAD NO. 6, V.K.I. AREA, JAIPUR 302020  
Website: www.leharfootwear.com, E-mail: csco@leharfootwear.com

### NOTICE OF THE 23RD ANNUAL REMOTE E-VOTING AND E-VOTING

NOTICE is hereby given that the 23rd Annual General Meeting of the Company will be held on Thursday, 24th September 2017 at 11.00 A.M. at the registered office of the Company at DD-14 Nehru Enclave, Jaipur-302013.

The notice of 23rd AGM setting out the business to be transacted at the meeting of the Company for FY 2016-17 has been sent in the form of e-mail to all the Members of the Company. E-mail IDs are registered with the Company or the Members who have specifically requested for physical copies. Physical copies of the Annual Report have been sent to all other Members at their registered addresses. Any such member who wishes to have a physical copy of the Annual Report and the same would be provided to them.

In accordance with Section 108 of the Companies Act, 2013 (Management and Administration) Rules 2014 as amended and Regulation 44 of SEBI (LODR) Regulation, 2015, the Company has provided electronic voting facility for transacting all the business items as mentioned in Notice of Annual General Meeting through e-voting facility on the platform of Central Depository Services (India) Limited (CDSL). The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ("remote e-voting"). The remote e-voting facility shall commence on Tuesday, 26th September, 2017 at 10.00 A.M. and will end on Thursday, 28th September, 2017 at 5:00 P.M. No e-voting shall be allowed beyond the said date and time.

Only a person, whose name appears in the register of Members/Beneficial owners as on the cut-off date i.e. 22nd September, 2017 shall be entitled to avail the facility of remote e-voting or voting at the meeting.

Any person who has acquired shares and become member of the Company after dispatch of notice may obtain the user ID and password for remote e-voting from the Company's Registrar & Share Transfer agents, M/s. Beetal Financial & Computer Services Private Limited, Beetal House, 3rd Floor, 99, Madangiri, BH-Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi-110062. The detailed procedure for obtaining User ID and password is also provided in the Notice of the meeting which is available on CDSL's website www.cdslindia.com.

The register of member and Share transfer book shall remain closed from 23rd September to 29th September 2017 (both days inclusive) for the purpose of AGM.

The Company shall also provide Facility for voting through ballot paper at AGM and Members attending the AGM, Who have not already cast their vote by remote E-voting shall be able to Exercise their Right to vote at AGM. The members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again in the meeting.

The result of e-voting shall be announced on or after the Annual General Meeting of the Company. The result declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL for information of the members, besides being communicated to the Stock Exchange.

In case you have queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under helpdesk section or write an email to helpdesk.evoting@cdslindia.com. The helpdesk can also be contacted on their toll free number: 1800-200-5533.

By order of the Board of Directors  
For Riba Textiles Limited  
Sd/-  
(Ravinder Garg)  
Chairman & Whole-time Director  
DIN: 00202164

Place : Nalagarh  
Date : September 2, 2017

By Order of the Board  
For BCC Fuba India Limited  
Sd/-  
Kapil Kumar Jain  
Managing Director (DIN- 01737305)

## RIBA TEXTILES LIMITED

CIN: L18101DL1989PLC034528

Registered Office: DD-14, Nehru Enclave, Opp. Kalka Ji Post Office, New Delhi-110019  
Email: company.affairs@ribatextiles.com, Website: www.ribatextiles.com

Tel No. : +91 11 26236986, Fax No.: +91 11 26465227

### NOTICE OF 29th ANNUAL GENERAL MEETING AND REMOTE E-VOTING INFORMATION

Notice is hereby given that 29th Annual General Meeting of the Members of Riba Textiles Limited will be held on Friday, 29th day of September 2017 at 11.00 a.m. at the registered office of the Company at DD-14 Nehru Enclave, Opp. Kalka Ji Post Office, New Delhi-110019, India to transact the business as set out in the Notice sent to the members to their registered address and also by e-mail whose e-mail address is registered with the Company. The dispatch of the Notice of the AGM either by e-mail or physical copy has been completed on 04th September, 2017.

In Compliance with the Provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI LODR 2015 (including statutory modification(s) or re-enactment thereof, for the time being in force), The Company has provided electronic voting facility for transacting all the business items as mentioned in Notice of Annual General Meeting through e-voting facility on the platform of Central Depository Services (India) Limited (CDSL). The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ("remote e-voting"). The remote e-voting facility shall commence on Tuesday, 26th September, 2017 at 10.00 A.M. and will end on Thursday, 28th September, 2017 at 5:00 P.M. No e-voting shall be allowed beyond the said date and time.

Only a person, whose name appears in the register of Members/Beneficial owners as on the cut-off date i.e. 22nd September, 2017 shall be entitled to avail the facility of remote e-voting or voting at the meeting.

Any person who has acquired shares and become member of the Company after dispatch of notice may obtain the user ID and password for remote e-voting from the Company's Registrar & Share Transfer agents, M/s. Beetal Financial & Computer Services Private Limited, Beetal House, 3rd Floor, 99, Madangiri, BH-Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi-110062. The detailed procedure for obtaining User ID and password is also provided in the Notice of the meeting which is available on CDSL's website www.cdslindia.com.

The register of member and Share transfer book shall remain closed from 23rd September to 29th September 2017 (both days inclusive) for the purpose of AGM.

The Company shall also provide Facility for voting through ballot paper at AGM and Members attending the AGM, Who have not already cast their vote by remote E-voting shall be able to Exercise their Right to vote at AGM. The members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again in the meeting.

The result of e-voting shall be announced on or after the Annual General Meeting of the Company. The result declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL for information of the members, besides being communicated to the Stock Exchange.

In case you have queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under helpdesk section or write an email to helpdesk.evoting@cdslindia.com. The helpdesk can also be contacted on their toll free number: 1800-200-5533.

By order of the Board of Directors  
For Riba Textiles Limited  
Sd/-  
(Ravinder Garg)  
Chairman & Whole-time Director  
DIN: 00202164

Place : New Delhi  
Date : 04.09.2017

## Finance & Industries Limited

Members are requested to acquire the shares and become member of the Company by depositing the amount of the purchase of Notice of AGM and holds equity shares may obtain the login Id and password by following the procedure for remote e-voting or voting at the AGM through eballot/

Members are requested to acquire the shares and become member of the Company by depositing the amount of the purchase of Notice of AGM and holds equity shares may obtain the login Id and password by following the procedure for remote e-voting or voting at the AGM through eballot/

By order of the Board of Director  
For ABM INTERNATIONAL LIMITED  
Sd/- Virender Kumar Gandhi  
(Chairman & Managing Director)  
DIN No. 00244762

2017

## NOTICE

Members are requested to acquire the shares and become member of the Company by depositing the amount of the purchase of Notice of AGM and holds equity shares may obtain the login Id and password by following the procedure for remote e-voting or voting at the AGM through eballot/

## GUJARAT AUTOMOTIVE GEARS LIMITED

CIN: L29130HP1971PLC000904  
Regd. Office : Village Billanwali, Baddi - 173205, Distt: Solan (H.P)  
Telephone No. : +91(1795)650426 Fax No. : +91(1795)245467  
E-mail: gujarat.gears@gmail.com  
Website: www.gagl.net

### NOTICE

Notice is hereby given that the Meeting of the Board of Directors of the Company will be held on Thursday, 14th September, 2017 at 12.00 pm at registered office of the Company situated at village Billanwali, Baddi, HP-173205 inter-alia, to consider and approve the Unaudited Financial Results of the Company for the quarter ended on 30th June, 2017. The said notice may be accessed on the Company's website at www.gagl.net and Stock Exchange website at www.bseindia.com

GUJARAT AUTOMOTIVE GEARS LTD.  
Place: Baddi S/d Chintan Doshi  
Date: 04/09/2017 Company Secretary

## CROWN TOURS LIMITED

Regd. Office: Rajputana Sheraton Hotel, Palace Road, Jaipur-302006  
Website: crownjaipur.org, E-mail: finance@crownjaipur.org  
CIN: L63040RJ1989PLC004942

### NOTICE

Notice is hereby given that the meeting of the Board of Directors of the Company will be held on Monday, the 11th day of September, 2017 at the registered office of the Company situated at Opp. Rajputana Sheraton Hotel, Palace Road, Jaipur-302006 to inter-alia, consider and approve the unaudited financial results of the Company for the quarter ended June 30, 2017.

The said notice may be accessed on the Company's website "www.crownjaipur.org" and the Stock Exchange viz. BSE Limited - "www.bseindia.com".

For Crown Tours Limited  
Sd/-  
Abhinav Gautam  
(Company Secretary)

## EASING AND FINANCE LIMITED

Regd. Office: 5A, 1st Floor, Somdutt Chamber-I, 5 Bhikaji Cama Place, New Delhi - 110066  
CIN: L1984PLC018875, Email: temple3884@gmail.com

### 3RD ANNUAL GENERAL MEETING AND BOOK CLOSURE

Notice is hereby given that the 33rd Annual General Meeting ("AGM") of the Company will be held on Friday, the 29th day of September, 2017 at 11.00 a.m. at Somdutt Chamber-I, 5 Bhikaji Cama Place, New Delhi - 110066. The business as set out in the AGM Notice.

JMG CORPORAT  
Regd. Office: Suite No. 307, Palam Triangle, F-10, Connaught Place, New Delhi-110048  
E-mail: info@jmgcorp.in, We  
CIN: L31104HR1989PLC033561, Tel: 011-26101010

### NOTICE

Notice is hereby given that 28th Annual General Meeting of the Company will be held on Tuesday, 26th September 2017 at 11.00 A.M. at the registered office of the Company at Suite No. 307, Palam Triangle, F-10, Connaught Place, New Delhi-110048.

A.K. SPINTEX LIMITED  
CIN: L17117RJ1994PLC008916, Contact: 01482-249002/3/4, 9887049006, 9929139062  
Regd. Office: 14 K.M. Stone, Chittor Road, Bliya Kalan, Bhiwarwa-311001  
Email: akspintex@gmail.com • Website: www.akspintex.com

### NOTICE OF AGM AND E-VOTING

Notice is hereby given that the 23rd Annual General Meeting (AGM) of the Company will be held on Friday, the 29th day of September, 2017 at 11.00 A.M. at the registered office of the Company at 14 K.M. Stone, Chittor Road, Bliya Kalan, Bhiwarwa-311001.

# फुटबाल

दिल्ली मेट्रो रेल व  
(भारत सरकार एवं दिल्ली मेट्रो रेल कॉर्पोरेशन लिमिटेड (बीएसएल) द्वारा)

जनसत्ता, 5 सितंबर, 2017 13

दिल्ली मेट्रो रेल कॉर्पोरेशन लिमिटेड (बीएसएल) द्वारा

MA3FNJJ1S00107639

इंजन नं.  
D16AA7383875

Sd/-  
(Rajiv Maheshwari)  
Company Secretary  
F-4998

दिनांक : 04.09.2017, स्थान : लखनऊ

प्राधि

## रीबा टेक्सटाइल्स लिमिटेड

सीआईएन : एल18101डीएल1989पीएलसी034528

पंजीकृत कार्यालय : डीडी-14, नेहरू एन्क्लेव, कालकाजी पोस्ट आफिस के सामने, नई दिल्ली-110019

ई-मेल : company.affairs@ribatextiles.com, वेबसाइट : www.ribatextiles.com

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29वीं वार्षिक सामान्य बैठक की सूचना तथा रिमोट ई-वोटिंग की जानकारी

एतद्वारा सूचना दी जाती है कि रीबा टेक्सटाइल्स लिमिटेड के सदस्यों की 29वीं वार्षिक सामान्य बैठक शुकवार, 29 सितंबर, 2017 को पूर्वा. 11.00 बजे कम्पनी के पंजीकृत कार्यालय डीडी-14, नेहरू एन्क्लेव, कालकाजी पोस्ट आफिस के सामने, नई दिल्ली-110019, भारत में आयोजित की जाएगी, जिसमें सदस्यों को उनके पंजीकृत पते पर तथा जिनका ई-मेल पता कम्पनी में पंजीबद्ध है, उनको ई-मेल द्वारा भी प्रेषित की गई सूचना में सूचीबद्ध व्यवसाय का निष्पादन किया जाएगा। ई-मेल द्वारा अथवा भौतिक प्रति के रूप में एजीएम की सूचना का प्रेषण 04 सितंबर, 2017 को पूर्ण किया जा चुका है।

कम्पनी अधिनियम, 2013 की धारा 108 के साथ पठित कम्पनी (प्रबंधन एवं प्रशासन) नियमावली, 2014 (स्था संशोधित) के नियम 20 और सेबी एलओडीआर 2015 (उनके सांविधिक संशोधन(नौ) अथवा पुनरुपस्थानित) सहित, जो अस्थायी रूप से लागू हैं) के विनियमन 44 के प्रावधानों के अनुपालन में, कम्पनी ने वार्षिक सामान्य बैठक की सूचना में वर्णित सभी व्यवसाय मदों के निष्पादन हेतु सेन्ट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड (सीडीएसएल) के प्लेटफॉर्म पर ई-वोटिंग सुविधा के माध्यम से इलेक्ट्रॉनिक वोटिंग सुविधा उपलब्ध कराई है। सदस्यगण अपना वोट इलेक्ट्रॉनिक वोटिंग सिस्टम का उपयोग करते हुए बैठक के स्थल से इतर किसी अन्य स्थान से (रिमोट ई-वोटिंग द्वारा) डाल सकते हैं। रिमोट ई-वोटिंग सुविधा मंगलवार, 26 सितंबर, 2017 को पूर्वा. 10.00 बजे आरंभ होगी तथा बृहस्पतिवार, 28 सितंबर, 2017 को अप. 5.00 बजे समाप्त होगी। उक्त तिथि एवं समय के पश्चात ई-वोटिंग की अनुमति नहीं होगी।

केवल वह व्यक्ति रिमोट ई-वोटिंग अथवा बैठक में वोटिंग की सुविधा प्राप्त करने का हकदार होगा, जिसका नाम विच्छेदन तिथि अर्थात् 22 सितंबर, 2017 को सदस्यों/लाभार्थी स्वामियों की पंजीका में मौजूद होगा।

कोई व्यक्ति, जिसने उक्त सूचना के प्रेषण के बाद कम्पनी के शेयर अर्जित किए हैं तथा सदस्य बना है, रिमोट ई-वोटिंग के लिए अपनी यूजर आईडी तथा पासवर्ड कम्पनी के रजिस्ट्रार एवं शेयर अंतरण एजेंट, मेसर्स बीटल फाइनेंशियल एंजल कन्सल्टेंट्स प्राइवेट लिमिटेड, बीटल हाउस, तृतीय तल, 99, मदनगरी, बीएच-लोकल शॉपिंग कॉम्प्लेक्स, दादा हरचुखदास मंदिर के निकट, नई दिल्ली-110062 से प्राप्त कर सकता है।

यूजर आईडी तथा पासवर्ड प्राप्त करने हेतु विस्तृत प्रक्रिया बैठक की सूचना में भी दी गई है, जो सीडीएसएल की वेबसाइट [www.cdslindia.com](http://www.cdslindia.com) पर उपलब्ध है।

सदस्यों की पंजीका तथा शेयर अंतरण बही 23 सितंबर, 2017 से 29 सितंबर, 2017 (दोनों तिथियों सहित) एजीएम के प्रयोजनार्थ बंद रहेंगी।

कम्पनी द्वारा एजीएम में मतपत्र द्वारा मतदान की सुविधा भी प्रदान की जाएगी तथा एजीएम में उपस्थित ऐसे सदस्य, जिनके द्वारा रिमोट ई-वोटिंग के माध्यम से वोट नहीं डाला गया है, एजीएम में अपने मताधिकार का प्रयोग कर सकते हैं। रिमोट ई-वोटिंग के माध्यम से वोट डाल चुके सदस्य बैठक में भाग ले सकते हैं, परंतु उनको बैठक में पुनः मतदान करने की अनुमति नहीं होगी।

ई-वोटिंग का परिणाम कम्पनी की वार्षिक सामान्य बैठक के दिन अथवा उसके पश्चात घोषित किया जाएगा। घोषित परिणाम तथा संबंधक की रिपोर्ट सदस्यों की सूचना हेतु कम्पनी की वेबसाइट पर तथा सीडीएसएल की वेबसाइट पर अपलोड की जाने के अतिरिक्त स्टॉक एक्सचेंज को सूचित की जाएगी।

यदि आपको ई-वोटिंग के संबंध में कोई संदेह अथवा समस्या है, तो आप [www.evotingindia.com](http://www.evotingindia.com) पर हेल्प सेक्शन के अंतर्गत उपलब्ध बहुधा पूछे जाने वाले प्रश्न ('एफएक्यूज') तथा ई-वोटिंग मैनुअल देखें अथवा [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) को ई-मेल लिखें। हेल्पडेस्क से उनके टोलफ्री नंबर 1800-200-5533 पर भी संपर्क किया जा सकता है।

निदेशक मंडल के आदेश द्वारा  
वास्ते रीबा टेक्सटाइल्स लिमिटेड

हस्ता./—

(रवीन्द्र गर्ग)

अध्यक्ष एवं पूर्ण-कालिक निदेशक

डीआईएन : 00202164

स्थान : नई दिल्ली  
तिथि : 04-09-2017

## ग्र एंड फाइनेंस लिमिटेड

9DL1992PLC048028

नं० 205, दूसरा तल, अग्रवाल सिटी मॉल,

तिमपुरा, दिल्ली-110034

फोन नं० : 011 4235 1486

ई-मेल : franklinleasingfinance@gmail.com

वोटिंग संसूचना तथा बही बंद की सूचना

एतद्वारा सूचना दी जाती है कि ग्र एंड फाइनेंस लिमिटेड के सदस्यों की 29वीं वार्षिक सामान्य बैठक शुकवार, 25 सितंबर, 2017 को दिन के 9.30 बजे आयोजित लिखित साधारण विषयों पर चर्चा की जाएगी; वार्षिक प्रतियां तथा वर्ष 2017 की वार्षिक रिपोर्ट उन सभी सदस्यों को भेजी जाएगी जिनका ई-मेल पता कम्पनी में पंजीबद्ध है, जो ई-मेल आईडी डिपॉजिटरी सहभागियों के साथ पंजीकृत है। ई-मेल आईडी डिपॉजिटरी सहभागियों के साथ पंजीकृत है। वार्षिक रिपोर्ट 2017 को पूरा हो गया है।

फिजिकल फार्म अथवा डिजिटल रिजल्टिंग फार्म में शेयर सभा हेतु निर्दिष्ट स्थान ("रिमोट ई-वोटिंग") के अलावे ग्र एंड फाइनेंस लिमिटेड (सीडीएसएल) के इलेक्ट्रॉनिक वोटिंग सिस्टम का उपयोग करके वोट डाल सकते हैं। उक्त तिथि एवं समय के पश्चात ई-वोटिंग की अनुमति नहीं होगी।

केवल वह व्यक्ति रिमोट ई-वोटिंग अथवा बैठक में वोटिंग की सुविधा प्राप्त करने का हकदार होगा, जिसका नाम विच्छेदन तिथि अर्थात् 22 सितंबर, 2017 को सदस्यों/लाभार्थी स्वामियों की पंजीका में मौजूद होगा।

कोई व्यक्ति, जिसने उक्त सूचना के प्रेषण के बाद कम्पनी के शेयर अर्जित किए हैं तथा सदस्य बना है, रिमोट ई-वोटिंग के लिए अपनी यूजर आईडी तथा पासवर्ड कम्पनी के रजिस्ट्रार एवं शेयर अंतरण एजेंट, मेसर्स बीटल फाइनेंशियल एंजल कन्सल्टेंट्स प्राइवेट लिमिटेड, बीटल हाउस, तृतीय तल, 99, मदनगरी, बीएच-लोकल शॉपिंग कॉम्प्लेक्स, दादा हरचुखदास मंदिर के निकट, नई दिल्ली-110062 से प्राप्त कर सकता है।

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निदेशक मंडल के आदेश द्वारा  
वास्ते रीबा टेक्सटाइल्स लिमिटेड

हस्ता./—

(रवीन्द्र गर्ग)

अध्यक्ष एवं पूर्ण-कालिक निदेशक

डीआईएन : 00202164

स्थान : नई दिल्ली  
तिथि : 04-09-2017

वोटिंग संसूचना तथा बही बंद की सूचना

एतद्वारा सूचना दी जाती है कि ग्र एंड फाइनेंस लिमिटेड के सदस्यों की 29वीं वार्षिक सामान्य बैठक शुकवार, 25 सितंबर, 2017 को दिन के 9.30 बजे आयोजित लिखित साधारण विषयों पर चर्चा की जाएगी; वार्षिक प्रतियां तथा वर्ष 2017 की वार्षिक रिपोर्ट उन सभी सदस्यों को भेजी जाएगी जिनका ई-मेल पता कम्पनी में पंजीबद्ध है, जो ई-मेल आईडी डिपॉजिटरी सहभागियों के साथ पंजीकृत है। ई-मेल आईडी डिपॉजिटरी सहभागियों के साथ पंजीकृत है। वार्षिक रिपोर्ट 2017 को पूरा हो गया है।

फिजिकल फार्म अथवा डिजिटल रिजल्टिंग फार्म में शेयर सभा हेतु निर्दिष्ट स्थान ("रिमोट ई-वोटिंग") के अलावे ग्र एंड फाइनेंस लिमिटेड (सीडीएसएल) के इलेक्ट्रॉनिक वोटिंग सिस्टम का उपयोग करके वोट डाल सकते हैं। उक्त तिथि एवं समय के पश्चात ई-वोटिंग की अनुमति नहीं होगी।

केवल वह व्यक्ति रिमोट ई-वोटिंग अथवा बैठक में वोटिंग की सुविधा प्राप्त करने का हकदार होगा, जिसका नाम विच्छेदन तिथि अर्थात् 22 सितंबर, 2017 को सदस्यों/लाभार्थी स्वामियों की पंजीका में मौजूद होगा।

कोई व्यक्ति, जिसने उक्त सूचना के प्रेषण के बाद कम्पनी के शेयर अर्जित किए हैं तथा सदस्य बना है, रिमोट ई-वोटिंग के लिए अपनी यूजर आईडी तथा पासवर्ड कम्पनी के रजिस्ट्रार एवं शेयर अंतरण एजेंट, मेसर्स बीटल फाइनेंशियल एंजल कन्सल्टेंट्स प्राइवेट लिमिटेड, बीटल हाउस, तृतीय तल, 99, मदनगरी, बीएच-लोकल शॉपिंग कॉम्प्लेक्स, दादा हरचुखदास मंदिर के निकट, नई दिल्ली-110062 से प्राप्त कर सकता है।

यूजर आईडी तथा पासवर्ड प्राप्त करने हेतु विस्तृत प्रक्रिया बैठक की सूचना में भी दी गई है, जो सीडीएसएल की वेबसाइट [www.cdslindia.com](http://www.cdslindia.com) पर उपलब्ध है।

सदस्यों की पंजीका तथा शेयर अंतरण बही 23 सितंबर, 2017 से 29 सितंबर, 2017 (दोनों तिथियों सहित) एजीएम के प्रयोजनार्थ बंद रहेंगी।

कम्पनी द्वारा एजीएम में मतपत्र द्वारा मतदान की सुविधा भी प्रदान की जाएगी तथा एजीएम में उपस्थित ऐसे सदस्य, जिनके द्वारा रिमोट ई-वोटिंग के माध्यम से वोट नहीं डाला गया है, एजीएम में अपने मताधिकार का प्रयोग कर सकते हैं। रिमोट ई-वोटिंग के माध्यम से वोट डाल चुके सदस्य बैठक में भाग ले सकते हैं, परंतु उनको बैठक में पुनः मतदान करने की अनुमति नहीं होगी।

ई-वोटिंग का परिणाम कम्पनी की वार्षिक सामान्य बैठक के दिन अथवा उसके पश्चात घोषित किया जाएगा। घोषित परिणाम तथा संबंधक की रिपोर्ट सदस्यों की सूचना हेतु कम्पनी की वेबसाइट पर तथा सीडीएसएल की वेबसाइट पर अपलोड की जाने के अतिरिक्त स्टॉक एक्सचेंज को सूचित की जाएगी।