



# KRITI INDUSTRIES (INDIA) LIMITED

"CHETAK CHAMBERS", 4th FLOOR, 14, R.N.T. MARG, INDORE-1, (M.P.) INDIA  
PHONE No. : (91 - 731) 2719100. FAX : (91 - 731) 2704506, 4042118  
REGD.OFF.:"MEHTA CHAMBERS", 34, SIYAGANJ, INDORE-452007 Phone: 2540963  
E-mail: info@kritiindia.com Website: http://www.kritiindia.com

CIN : L25206MP1990PLC005732

August 1, 2017

To,  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai (M.H.) 400 001

Subject: Notice of Book Closure and Annual General Meeting of Kriti Industries (India)  
Limited  
Scrip Code: 526423

Dear Sir,

This is to inform that the Register of Members & Share Transfer Books of the Company will remain closed from Wednesday, 06<sup>th</sup> September, 2017 to Tuesday, 12<sup>th</sup> September, 2017 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company, which is scheduled to be held on Tuesday, 12<sup>th</sup> day of September, 2017 at 3.00 P.M to ascertain the eligibility to participate in the dividend @ Rs. 0.15 (15%) on the equity shares of Rs. 1/- each subject to the approval of members at the forthcoming AGM.

Pursuant to regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, The Company is providing remote e-voting facilities to its members. The cut-off date for the purpose of determining members for remote e-voting facilities is Tuesday, 5<sup>th</sup> September, 2017.

The remote e-voting facility will be available during the following period:-

Commencement of e-voting period	9 <sup>th</sup> September, 2017 (09.00 A.M)
End of e-Voting period	11 <sup>th</sup> September, 2017 (5.00 P.M)

You are requested to kindly take the same on record for your needful.

Thanking you,

Yours truly,

For Kriti Industries (India) Limited

  
Priyanka Gupta -  
Company Secretary & Compliance Officer



**NOTICE**

**NOTICE IS HEREBY GIVEN** that the **27<sup>th</sup> Annual General Meeting** of the Members of **KRITI INDUSTRIES (INDIA) LIMITED** will be held on **Tuesday, 12<sup>th</sup> September, 2017 at 03.00 P.M.** at Corporate Support Center of the Company situated at 4<sup>th</sup> Floor Chetak Chambers, 14 R. N. T. Marg, Indore (M.P.) - 452001 to transact the following businesses:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements together with Directors Report as also the Auditors Report thereon for the year ended **31<sup>st</sup> March, 2017**.
2. To declare dividend on the equity shares for the Financial Year ended on **31<sup>st</sup> March, 2017**.
3. Dr. S.S. Kothari (DIN 00084920), who is liable to retire by rotation, has not offered himself for re-appointment and this vacancy be not filled.
4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 M/s Rakesh Kumar & Associates, Chartered Accountants (FRN 002150C), appointed as auditors of the company which was subject to ratification at every Annual General Meeting, be and is hereby ratified to hold the office from the conclusion of this Annual General Meeting till the conclusion of 30<sup>th</sup> Annual General Meeting of the company to be held in the year 2020 on such remuneration as may be fixed by the Board."

**SPECIAL BUSINESS**

5. **Ratification of Remuneration to Cost Auditor**

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

**"RESOLVED THAT** pursuant to sections 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) Shri S.P.S Dangi, Cost Accountant (FRN 100004), appointed as Cost Auditor by the Board of Directors of the Company to conduct an audit of the Cost Records of the Company for the financial year ending 31<sup>st</sup> March, 2018 be paid the remuneration as set out in the statement annexed to the notice."

Place: Indore

Date: 11<sup>th</sup> May, 2017

Kriti Industries (India) Ltd

CIN L25206MP1990PLC005732

Regd. Office: Mehta Chamber, 34 Siyaganj,  
Indore - 452007 (M.P.)

By order of the Board

Priyanka Gupta  
Company Secretary



Notes:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty eight hours before the commencement of the meeting.**  
**A person can act as a proxy on behalf of the members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**
2. **The business set out in the Notice will be transacted through electronic voting system and the company is providing facility for voting by electronic means.** Instructions and other information relating to e-voting are given in this Notice under Note No. 09
3. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto. The Company has notified closure of Register of Members and Share Transfer Books from Wednesday, 6<sup>th</sup> September, 2017 to Tuesday, 12<sup>th</sup> September, 2017 (both days inclusive) for the Annual General Meeting.
4. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered office or Corporate Support Center of the Company on all working days between 11.00 A.M. to 1.00 P.M. up to the date of meeting.
5. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
6. Electronic copy of the Annual Report 2017 is being sent to the members whose email Ids are registered with the Company/Depository Participant(s) for communication purpose unless any member has requested for a physical copy of the same.
7. Pursuant to Section 125 of the Companies Act, 2013 the amount of dividend remaining unpaid and unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company has not declared any dividend for the financial year 2008-09 i.e., no unpaid and unclaimed dividend amount pertaining to dividend for the year 2008-09 was transferred to Investor Education and Protection Fund of the Central Government during the financial year 2016-17.
8. In compliance with the provisions of section 108 of the Act and Rules framed there under and in compliance with regulation 44 of SEBI (LODR) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all resolutions set forth in this Notice.
9. The remote e-voting period commences on Saturday, 9<sup>th</sup> September, 2017 (9:00 A.M. IST) and ends on Monday, 11<sup>th</sup> September, 2017 (5:00 P.M. IST). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, 5<sup>th</sup> September 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently  
The instructions for e-voting are as under:
  - A. In case a Member receives e-mail from NSDL (for Members whose email addresses are registered with the Company/Depositories):
    - (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 "REVEN" of "Kriti Industries (India) 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) Corporate / 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 [kriti.scrutinizer@gmail.com](mailto:kriti.scrutinizer@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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 provided as below/at the bottom of the Attendance Slip for the AGM:

REVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN

- (II) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above to cast vote.
10. 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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. *If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)*
- In case shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID)
- In case shareholders are holding shares in Physical mode, USER-ID is the combination of (Even No+Folio No)
11. 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).
12. 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 Tuesday, 5<sup>th</sup> September 2017.
13. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on cut-off date i.e. Tuesday, 5<sup>th</sup> September 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA .
14. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
15. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
16. CS Ishan Jain, Practicing Company Secretary (M. No. ACS 29444 & C.P. No. 13032) and Proprietor of M/s. Ishan Jain & Co., Company Secretaries, Indore has been appointed for 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.
17. 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.
18. 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 two 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.
19. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [kiil.kritiindia.com](http://kiil.kritiindia.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 Limited, Mumbai.
20. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:



## KRITI INDUSTRIES (INDIA) LIMITED

M/s. Ankit Consultancy Pvt. Ltd.  
60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010  
Tel: 0731-4281333, 4065797/99  
E-mail: ankit\_4321@yahoo.com, info@ankitonline.com

21. Members may also note that the Notice of the 27th AGM and the Kriti Industries (India) Ltd. Annual Report 2016-17 will be available on the Company's website [kiil.kritiindia.com](http://kiil.kritiindia.com). Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: [info@kritiindia.com](mailto:info@kritiindia.com).

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

The following Explanatory Statement sets out all material facts relating to the Business mentioned at Item No. 5 of the accompanying Notice:

#### **Item No. 5**

On the recommendations of the Audit Committee, the Board has appointed Shri S.P.S. Dangi, Cost Accountant as the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending on 31<sup>st</sup> March, 2018 on a remuneration of Rs. 25000/- (Rupees Twenty Five Thousand only).

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration as mentioned above, payable to the cost auditor is required to be ratified by the shareholders of the Company. The Board recommends the aforesaid resolution for approval of the members.

None of the Directors of the Company, the key managerial personnel of the Company or their relatives are concerned or interested in the aforesaid ordinary resolution.

The Board recommends the ordinary resolution as set out in Item No. 5 of the notice for approval.

**Place: Indore**

**Date: 11<sup>th</sup> May, 2017**

**Kriti Industries (India) Ltd**

**CIN L25206MP1990PLC005732**

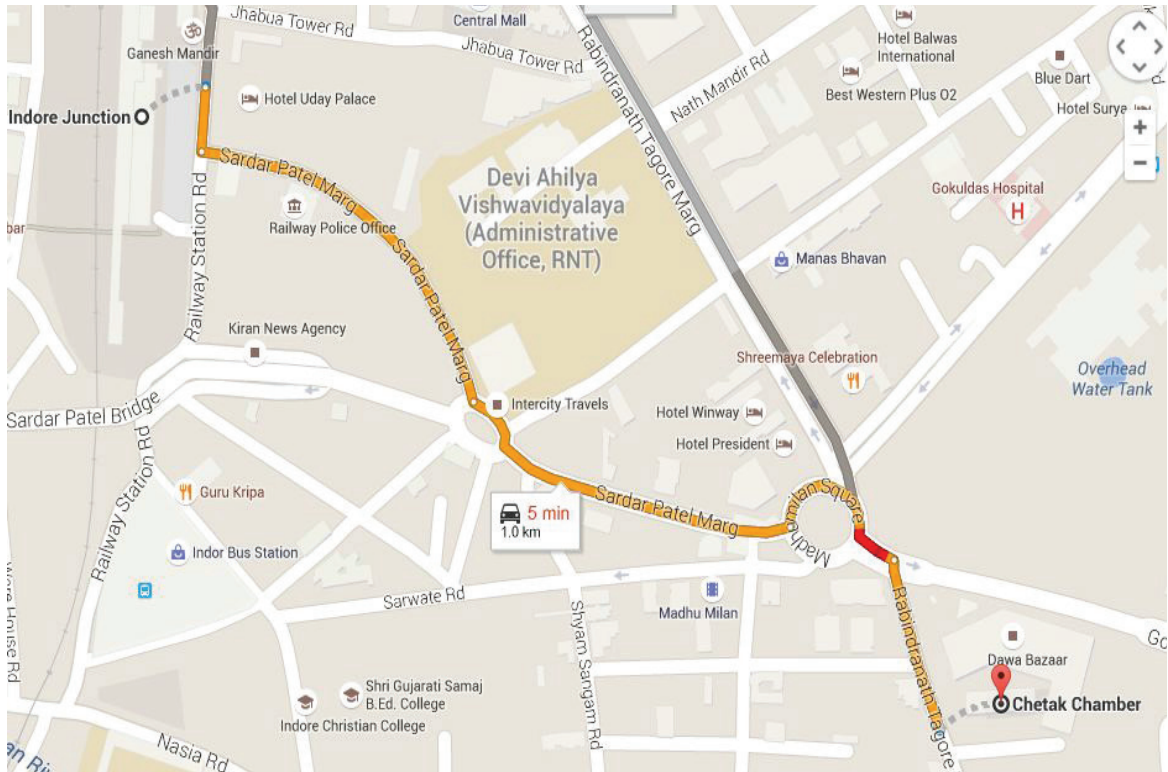
**Regd. Office: Mehta Chamber, 34 Siyaganj,  
Indore - 452007 (M.P.)**

**By order of the Board**

**Priyanka Gupta  
Company Secretary**

## ROUTE MAP TO THE AGM VENUE

**VENUE:** Chetak Chambers, 04<sup>th</sup> Floor, 14 R.N.T. Marg, Indore (M.P.) 452001



**LANDMARK:** NEXT TO DAWA BAZAR

**DISTANCE FROM INDORE JUNCTION TO AGM VENUE:** 1 KM (by vehicle)