

## AMTEK INDIA LIMITED

**Registered Office :** Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana- 122001.

**CIN:** L65921HR1983PLC033789

**Email Id :** [info@amtek.com](mailto:info@amtek.com), [ail.ggn@amtek.com](mailto:ail.ggn@amtek.com) **Web:** [www.amtek.com](http://www.amtek.com)

**Tel:** +91-124-2373406/07 **Fax:** +91-124-2373028

### NOTICE

**NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF AMTEK INDIA LIMITED WILL BE HELD ON FRIDAY 15<sup>TH</sup> MAY, 2015 AT REGISTERED OFFICE OF THE COMPANY I.E. VILLAGE NARSINGHPUR, MOHAMMADPUR, OLD MANESAR ROAD, GURGAON, HARYANA- 122001 AT 9.30 A.M. TO TRANSACT THE FOLLOWING BUSINESSES:**

#### **Special Businesses:**

##### **Item No. 1:**

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

**“RESOLVED THAT** pursuant to **Section 13(1)(2) & (3)** of the Companies Act, 2013 read with Rule 29 of Companies (Incorporation) Rules, 2014 and any other applicable provisions thereto but subject to the approval of Central Government (power delegated to Registrar of Companies, NCT of Delhi & Haryana) or any other regulatory authorities as may be necessary, consent of the members be and is hereby granted for changing the name of the Company from **Amtek India Limited** to **“Castex Technologies Limited”** or any other name as may be approved by the Registrar of Companies, NCT of Delhi & Haryana or any other Regulatory Authorities, under Companies Act, 2013 or any other rules, laws, acts, statutes or regulations as may be applicable.

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be amended as follows:

- i) Existing Clause ‘I’ be deleted and be substituted with the following new clause:
  - I. The name of the Company is **“CASTEX TECHNOLOGIES LIMITED”**.
- ii) The extant name of the Company appearing elsewhere in the Memorandum of Association of the Company is replaced with the words **“Castex Technologies Limited”**.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby authorized to make and to sign, execute and file all such forms, papers, applications and any other documents as may be considered necessary or expedient including appointing attorneys or authorized representatives under appropriate Letter(s) of Authority to appear before the office of the Registrar of Companies or other regulatory authorities, as may be applicable, and to file required documents, information to the Stock Exchanges and such other authority(s) as may be required from time to time and to do all such acts, deeds and things as may be required in this connection.”

##### **Item No. 2:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 14 of Companies Act, 2013 and any other applicable provisions or rules thereto, the Articles of Association of the Company be amended as follows:

- i) The interpretation of “The Company” contained in the existing Article 2(1)(d) be replaced with the following new interpretation :

“Company” means **“CASTEX TECHNOLOGIES LIMITED”**.
- ii) The extant name of the Company appearing elsewhere in the Articles of Association of the Company be replaced with the words **“Castex Technologies Limited”**.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby severally/jointly authorized to do all the acts, deeds and things which are necessary to amend the Articles of Association. “

**By Order of the Board  
For AMTEK INDIA LIMITED**

**Date : 13<sup>th</sup> April, 2015**  
**Place : New Delhi**

**Sd/-  
Sanjay Chabbra  
DIN No. 01237026  
CHAIRMAN**

**Notes:-**

1. The Explanatory statement setting out the material facts relating to Special Business at the meeting pursuant to Section 102 of the Companies Act, 2013 are annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
3. The instrument appointing the Proxy, in order to be effective, must be deposited at the Company's Registered Office not less than **48 hours** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. The Notice of the Extra-Ordinary General Meeting is also uploaded on the website of the Company (**[www.amtek.com](http://www.amtek.com)**). The Notice of Extra Ordinary General Meeting is being sent to all the members, whose names appear in the Register of Members as on 17<sup>th</sup> April, 2015.
5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents i.e. M/s Beetal Financial & Computer Services Private Limited. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company. Members holding shares in physical form are requested to intimate such changes to M/s. Beetal Financial & Computer Services Private Limited.
6. As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
7. In accordance with the circular issued by the Ministry of Corporate Affairs and in support of the 'Green Initiative in Corporate Governance' the notice of the meeting along with explanatory statement is sent by electronic mode to those members whose shareholding is in dematerialized format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to register their email ID addresses with M/s. Beetal Financial & Computer Services Private Limited, the Company's Registrars and Share Transfer Agents.
8. Members are requested to : -
  - bring the enclosed attendance slip and deliver the same after filling in their folio number/Client ID and DP ID at the entrance of the meeting hall. Admission at the Extra Ordinary General Meeting venue will be allowed only after verification of the signature in the attendance slip, Duplicate Attendance Slip will be issued at the Registered Office of the Company up to a day proceeding the day of Extra Ordinary General Meeting.
  - bring their copies of Notice to the Meeting as the same will not be redistributed at the venue of Extra Ordinary General Meeting.
  - quote their Folios/Client ID & DP Id Nos. in all correspondences.
  - Corporate Members are requested to send a duly certified copy of the Board Resolutions/Power of Attorney authorizing their representative to attend and vote on their behalf at the Extra Ordinary General Meeting.

9. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, \_\_, during business hours up to the date of the Meeting.
10. Members desirous of asking any questions at the Extra Ordinary General Meeting are requested to send in their questions so as to reach the Company registered office at least 7 days before the Extra Ordinary General Meeting so that the same can be suitably replied to.
11. The Company has appointed M/s Iqneet Kaur & Co., Practicing Company Secretary (Membership No. F7669) to act as Scrutinizer for conducting the electronic voting process in fair & transparent manner.

**Process for Members opting for e-voting is as under:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and rules framed there under and as per Listing Agreement the Members are provided with the facility to cast their vote electronically, through the e-voting process services provided by CDSL, on the Special Resolutions (Item No. 1 & 2) set forth in this Notice. The e-voting period commences on Thursday, May 7, 2015 (10:00 A.M. IST) and ends on Saturday, May 9, 2015 (5:00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on resolutions is cast by a member, he/she shall not be allowed to change it subsequently.

**The instructions for Shareholders voting electronically are as under:-**

The voting period begins on May 7, 2015 (10:00 A.M. IST) and ends on May 9, 2015 (5:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date April 17, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter:

In case of members receiving e-mail:

- i) Log on to the e-voting website **www.evotingindia.com**
- ii) Click on "Shareholders" tab.
- iii) Now, select the "**AMTEK INDIA LTD.**" from the drop down menu and click on "SUBMIT"
- iv) Now Enter your User ID
- v)
  - 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** 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> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with the sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB#	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.

- 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 relevant **<Amtek India Limited>** on which you choose to vote.
- xiii) On the voting page, you will see “RESOLUTIONS 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 Resolutions and option NO implies that you dissent to the Resolutions.
- xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolutions details.
- xv) After selecting the resolutions 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 resolutions, 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) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - a) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to **<https://www.evotingindia.com>** and register themselves as Corporates.
  - b) 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)**.
  - c) After receiving the login details they have to create 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.
  - d) 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.
  - e) They should upload a scanned copy of the Board Resolutions and Power of Attorney(POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- Please follow all steps from sl. no. (i) to sl. no. (xviii ) above to cast vote.
- The voting period begins on Thursday, May 7, 2015 at 10:00 A.M. and ends on Saturday, May 9, 2015 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of April 17, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at **[www.evotingindia.co.in](http://www.evotingindia.co.in)** under help section or write an email to **[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)** & to **[scrutnizer@gmail.com](mailto:scrutnizer@gmail.com)**

**By Order of the Board  
For AMTEK INDIA LIMITED**

**Date : 13<sup>th</sup> April, 2015**  
**Place : New Delhi**

**Sd/-  
Sanjay Chabbra  
DIN No. 01237026  
CHAIRMAN**

## **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

### **Item No. 1**

The Board of Directors, in order to reflect the business activity in the name, proposed to change in name of the Company from **Amtek India Limited** to **“Castex Technologies Limited”**.

The word “Castex” reflects the Expertise of the Company in manufacturing of Casting components. Therefore, Board has decided to reflect our core activity and strength of business in the name of the Company.

The name “Castex Technologies Limited” has been duly approved by the Registrar of Companies, NCT of Delhi & Haryana, vide their name approval letter dated 10<sup>th</sup> April, 2015 which is valid for 60 days from the date of application made.

Consequent to the change in the name of the Company an alteration in the Clause I i.e. the Name Clause of the Memorandum of Association would be required and further, alterations in the rest of the Memorandum of Association of the Company would also be required, wherever the extant name of the Company appears.

As per the provisions of Section 13 of the Companies Act, 2013, approval of the Shareholders is required for change in the name of the Company by way of passing a Special Resolution. Hence, the resolution is put up for Shareholders approval.

Upon receipt of approval of the members, the Company shall make an application to the Registrar of Companies, NCT of Delhi & Haryana, for approving the change in the name of the Company and issuing a fresh certificate of incorporation to the Company in the new name as aforesaid, upon receipt of which the Company shall make the required alterations in the Memorandum and Articles of Association of the Company so that the said documents reflect the new name.

None of the Directors and Key Managerial Persons of the Company or their relatives is/are in any way concerned or interested, in this resolution.

### **Item No. 2**

To change in the name of the Company requires suitable changes in the Articles of Association as per provisions of Section 14 of the Companies Act, 2013 for replacing extant name wherever it appears in the Articles of Association with the new name. Accordingly, suitable resolution is placed before the Shareholders for their consideration.

None of the Directors and Key Managerial Persons of the Company or their relatives is/are in any way concerned or interested in this resolution.

**By Order of the Board  
For AMTEK INDIA LIMITED**

**Date : 13<sup>th</sup> April, 2015  
Place : New Delhi**

**Sd/-  
Sanjay Chabbra  
DIN No. 01237026  
CHAIRMAN**



**AMTEK**

DRIVEN BY EXCELLENCE

**AMTEK INDIA LIMITED****Registered Office:** Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana - 122001.

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies

(Management and Administration) Rules, 2014)

**CIN:** L65921HR1983PLC033789**Name of the Company :** AMTEK INDIA LTD.**Registered Office:** Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon , Haryana- 122001.**Website:** [www.amtek.com](http://www.amtek.com)

Name of the Member(s) : .....

Registered address : .....

E-Mail id : .....

Folio No. / Client Id : .....

DP ID : .....

I / We, being the member(s) of \_\_\_\_\_ Equity Shares of Amtek India Limited, hereby appoint

1. Name : .....

Address : .....

E-mail Id : .....

Signature : \_\_\_\_\_ , or failing him / her

2. Name : .....

Address : .....

E-mail Id : .....

Signature : \_\_\_\_\_ , or failing him / her

3. Name : .....

Address : .....

E-mail Id : .....

Signature : \_\_\_\_\_ , or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Extra - Ordinary General Meeting of the Company, to be held on **Friday the 15th May, 2015 at 9:30 a.m.** at the Registered Office of the Company and at any adjournment thereof, in respect of such resolutions set out in the Extra Ordinary General Meeting Notice convening the meeting, as are indicated below:

Resolution No.	Description
1.	To change the name of the Company from Amtek India Limited to Castex Technologies Limited & Alteration of Memorandum of Association.
2.	To amend the Articles of Association.

Signed this .....day of ..... 2015

Signature of Proxy Holder(s).....

Signature of Shareholder (s).....

 Revenue  
Stamp
**Notes:**

- (1) The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Commencement of the meeting.
- (2) A proxy need not be a Member of the Company.



**AMTEK**  
DRIVEN BY EXCELLENCE

## AMTEK INDIA LIMITED

**Registered Office:** Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana - 122001.

**CIN:** L65921HR1983PLC033789

### ATTENDANCE SLIP

(To be handed over at the Registration Counter)

DP Id****	
Client Id****	

Folio No.	
No. of Shares	

I/We hereby record my/our presence at the Extra- Ordinary General Meeting of the Company being held on Friday, **15<sup>th</sup> May , 2015 at 09:30 a.m. at** Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana- 122001

1. Name(s) of the Member: 1. Mr./Ms. ....  
and Joint Holder(s) 2. Mr./Ms. ....  
(in block letters) 3. Mr./Ms. ....

2. Address : .....  
.....

3. Father's/Husband's Name (of the Member) : Mr.....

4. Name of Proxy : Mr./Ms. ....  
1.  
2.  
3.

\_\_\_\_\_  
Signature of the Proxy

\_\_\_\_\_  
Signature(s) of Member and Joint Holder(s)

#### Notes:

1. Please complete the Attendance slip and hand it over at the Registration Counter at the venue.
2. \*\*\*\*Applicable for Investors holding Shares in electronic form.