



ARIHANT INDUSTRIAL CORPORATION LIMITED

Registered Office: Arihant Complex, NH 48, Opp. Sagar Petrol Pump, Sativali, Vasai (E) - 401 208, Dist: Palghar

Tel: +91 7507778271/74

Website: www.arihant.com, email: investor.relations@arihant.com

CIN: U45270MH1984PLC034030

NOTICE is hereby given that the **Thirty Fourth Annual General Meeting** of the Members of **Arihant Industrial Corporation Limited** will be held at the Registered Office of the Company at **Arihant Complex, NH 48, Opp. Sagar Petrol Pump, Sativali, Vasai (E) - 401 208, Dist: Palghar** on **Monday, 30th September, 2019** at 10.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. The audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2019 together with the report of the Board of Directors and Auditors thereon; and
 - b. The audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2019 together with the report of the Auditors thereon.
2. To appoint a Director in place of Mr. Rajen S. Shah, Director who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors and to fix their remuneration 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 the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 and rules made thereunder, as amended, M/s. UKG & Associates, Chartered Accountants, (having Firm Registration No. 123393W) Mumbai, being eligible be and are hereby appointed as the Statutory Auditors of the Company for a term of five years commencing from the financial year 2019-20 till financial year 2023-24, to hold the office from the conclusion of this Annual General Meeting till the conclusion of the Thirty Ninth Annual General Meeting, at remuneration to be decided by the Board in consultation with the said Auditors at a later date."

SPECIAL BUSINESS:

4. **To consider and, if thought fit, to pass, with or without modification/s the following resolution as an Ordinary Resolution:**

"RESOLVED THAT Mrs. Bela M. Meswani (DIN 08270147), who was appointed as an Additional Director on 30.10.2018 pursuant to the provisions of Sections 161 of the Companies Act, 2013 ('the Act') (including any statutory modification(s) or re-enactment thereof, for the time being in force) whose term of appointment expires at this Annual General Meeting and in respect of whom the Company has received necessary letter proposing her candidature as a Director, and being eligible for appointment, be and is hereby appointed as a Director (Non-Executive) of the Company whose term of office shall be liable to retire by rotation."

<p>Registered Office: Arihant Complex, Western Express Highway, Opposite Sagar Petrol Pump, Sativali, Vasai (E), Thane - 401208</p> <p>Place: Vasai Date: 30th August, 2019</p>	<p style="text-align: center;">By Order of the Board of Directors For Arihant Industrial Corporation Ltd.</p> <p style="text-align: right;">Rajen S. Shah Managing Director (DIN: 00154495)</p>
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NOTES:

- a) The statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
- b) A member entitled to attend and vote is entitled to appoint a proxy or proxies to attend and vote instead of himself / herself and that proxy need not be a member of the Company. Proxies in order to be effective, should reach duly completed, stamped and must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting 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.
- c) Members are requested to note that as per section 124 of the Companies Act, 2013, dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund of the Government. Unclaimed Dividends as per details given in the table below will be transferred to the 'Investor Education and Protection Fund' on the date mentioned below. Those members who have so far not encashed these dividend warrants or any subsequent dividend warrants may claim or approach the Company for the payment thereof.

Dividend Period	Due date for transfer
Dividend 2011-12 paid in Sep 2012	4 th November, 2019

- d) Relevant documents referred to in accompanying Notice and statement are open for the inspection by the members at the Registered Office of the Company on all working day (except Saturday) during business hours up to date of the Annual General Meeting.
- e) Corporate members intending to send their authorized representatives at the Annual General Meeting are requested to send a certified true copy of the board resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
- f) Attached is a proxy form with instructions for filling, stamping, signing and depositing the proxy form.
- g) Route map of the venue of Annual General Meeting is annexed to the notice.

**EXPLANATORY STATEMENT UNDER SECTION 102(1)
OF THE COMPANIES ACT, 2013**

ITEM NO. 4:

Appointment of Mrs. Bela M. Meswani as Director:

Mrs. Bela M. Meswani was appointed as an Additional Director u/s 161 of the Companies Act, 2013 w.e.f. 30.10.2018. As an Additional Director, her term of appointment expires at the ensuing Annual General Meeting.

In view of the provisions of Shareholders Agreement dated 4th September, 2017 entered by the Company, she was appointed as a Director as a representative of Mr. Sharad N. Shah Family, an Investor group and as such needs to continue on the Board.

Details of Director being appointed at the 34th Annual General Meeting as required under Secretarial Standard on General Meetings (SS-2).

Name of the Director	Mrs. Bela M. Meswani
Director's Identification Number	08270147
Date of Birth	03.07.1978
Age	41 years
Qualification	B.Com, Diploma in Business Management
Experience	2 years in Finance Department Currently into Business for more than 3 years
Nature of expertise	Marketing & Sales
Terms and conditions of re-appointment along with details of remuneration sought to be paid	Non-Executive Director
Remuneration last drawn	Not Applicable
Date of appointment on Board	30.10.2018
No. of Shares held	6,500 Equity Shares
Relationship with other directors and Key managerial Personnel	None
No. of Board Meetings attended in 2018-19	2 (two)
No. of companies in which she holds directorship	None
Membership / Chairmanship of Committees in other Companies	None

Your Directors therefore recommend passing of the resolution as contained in the notice convening Annual General Meeting.

None of the Directors or Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

Registered Office: Arihant Complex, Western Express Highway, Opposite Sagar Petrol Pump, Sativali, Vasai (E), Thane - 401208 Place: Vasai Date: 30th August, 2019	By Order of the Board of Directors For Arihant Industrial Corporation Ltd. Rajen S. Shah Managing Director (DIN: 00154495)
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