

NILKANTH ENGINEERING LIMITED

CIN NO: L27300MH1983PLC029360

Regd. Office: 407, Kalbadevi Road, Daulat Bhawan, 3rd Floor, Mumbai – 400 002

Tel.: 2206 2108, Email : nilkanthengineeringltd@gmail.com

Website : www.nilkanthengineering.co.in

31st August, 2017

BSE Limited
P. J. Tower,
Dalal Street,
Fort, Mumbai

Ref : Scrip Code : 512004


Dear Sir,

Sub: Notice of 34th Annual General Meeting

We are pleased to enclose herewith the Notice convening 34th Annual General Meeting on Wednesday, 27th September, 2017 at the Registered Office of the Company at 407, Kalbadevi Road, 3rd Floor, Daulat Bhawan, Mumbai 400 002 at 2.30 pm

Kindly the above documents on record

Thanking you.
Yours faithfully,
For **NILKANTH ENGINEERING LIMITED**


G. M. Loyalka
Director
(00299416)



NILKANTH ENGINEERING LIMITED

CIN : L27300MH1983PLC029360

Regd. Office: 407, Kalbadevi Road, 3rd Floor, Daulat Bhavan, Mumbai 400 002

Telephone No. : 022-2206 2108, Website: www.nilkanthengineering.co.in

Email: nilkanthengineeringltd@gmail.com

NOTICE

NOTICE is hereby given that the Thirty Fourth Annual General Meeting of the members of Nilkanth Engineering Limited will be held on Wednesday, the 27th day of September, 2017 at 2.30 PM at the Registered Office of the Company at 407, Kalbadevi Road, 3rd Floor, Daulat Bhavan, Mumbai 400 002 to transact the following business :

Ordinary Business:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended on 31st March, 2017 and the Board's and Auditors' Reports thereon.
2. To appoint a Director in place of Mr. Manish Newar (DIN No: 00469539) who retires by rotation and, being eligible, offers himself for re-appointment.
3. 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 other applicable provisions, if any, of the Companies Act, 2013 and Rules made therein , M/s Karnavat & Co., Chartered Accountants, Mumbai, (Firm Registration No. 104863W), having their office at 2A, Kitab Mahal, 1st Floor, 192, D.N. Road, Mumbai 400 001 be and are hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of the 39th Annual General Meeting subject to ratification, if required, by members at every Annual General Meeting to be held thereafter, at such remuneration (including re-imbusement of out of pocket expenses) as may be decided by the Board of Directors of the Company in consultation with M/s Karnavat & Co, Chartered Accountants, Mumbai."

**By order of the Board of Directors of Directors of
Nilkanth Engineering Limited**


G. M. Loyalka
Director
(DIN: 00299416)



Place: Mumbai
Date: 31.08.2017

NOTES:

1. A member entitled to attend and vote at the 34th Annual General Meeting (the 'Meeting') is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding 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 proxy form duly completed and signed should be deposited at the Registered office of the Company not less than 48 hours before the time fixed for the Meeting.
3. The Register of Members and Share Transfer Register of the Company will remain closed from Wednesday, 20th September, 2017 to Wednesday, 27th September, 2017, (both days inclusive) for the purpose of AGM.
4. Members are requested to bring their copy of the Annual Report at the Annual General Meeting.

5. EVOTING:

- i) Pursuant to Section 108 of the Companies Act, 2013 and in compliance with the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to announce that all the business mentioned in the notice may be transacted through electronic voting system and the Company is providing facility by electronic means.
- ii) For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating e-voting to enable the Shareholders of the Company to cast their votes electronically.
- iii) The Board of Directors of the Company has appointed Mr. Manoj Nimani, Partner of R. M. Nimani & Associates LLP, Company Secretaries, Mumbai to conduct and scrutinize the e-voting process in a fair and transparent manner.
- iv) Process and manner of voting:



(a) In case of Shareholders receiving e-mail from NSDL:

- i. Open e-mail and open PDF file viz; "Nilkanth e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- ii. In case any shareholder is already registered with NSDL for e-voting, then that shareholder can use the existing user ID and password for casting of vote and step no. (i) and (vi) be skipped.
- iii. Launch internet browser by typing the following URL:<https://www.evoting.nsd.com/>
- iv. Click on Shareholder – Login
- v. Put user ID and password as mentioned in step (i) or (ii) above, as may be applicable. Click Login.
- vi. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password.
- vii. Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- viii. Select "EVEN" (E-Voting Event Number) of Nilkanth Engineering Limited
- ix. Now you are ready for e-Voting as Cast Vote page opens.
- x. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- xi. Upon confirmation, the message "Vote cast successfully" will be displayed.
- xii. Once you have voted on the resolution, you will not be allowed to modify your vote.
- xiii. Institutional shareholders (i.e. members 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 nilkanthengineeringltd@gmail.com with a copy marked to evoting@nsdl.co.in.

(b) In case of Shareholders receiving PIN mailer by Post:

- i. Initial password will be provided through a separate PIN Mailer.
- ii. Please follow steps (ii) to (xiii) above, to cast vote.
- iii. 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).
- iv. In case of any query, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsd.com> or contact NSDL at the following Telephone No.: 022 24994600.
- v. The e-voting period commences on 24th September, 2017 (9.00 a.m) and ends on 26th September, 2017 (5.00 p.m.). At the end of the voting period, the portal where votes are cast shall forthwith be blocked.
- vi. Mr. Manoj Nimani, Partner of R. M. Nimani & Associates LLP, Company Secretaries Mumbai, the scrutinizer will, on 29th September, 2017 i.e. within a period of not exceeding three working days from the date of conclusion of e-voting period, unblock the votes in the presence of at least two witnesses not in the



employment of the company and make a scrutinizer's report of the votes cast in favour or against, if any and submit to the Chairman of the Annual General Meeting of the Company.

- vii. The results declared along with the scrutinizer's report shall be placed on the website of the company and on the website of the RTA or NSDL within two days of passing of the resolution.
- viii. Subject to receipt of sufficient votes, the resolution shall be deemed to be passed on the date of Annual General Meeting.

- v) Name, designation, address, email id and phone no. of the person responsible to address the grievances connected with facility for voting by electronic means.

Name:- Mr. Prathmesh R. Sonsurkar

Designation:- Company Secretary and Compliance Officer

Address: 407, Kalbadevi Road, 3rd Floor, Daulat Bhavan, Mumbai 400 002

Email id: nilkanthengineeringltd@gmail.com

Phone No. 9969325040

vi) **Details of Directors seeking re-appointment at the Annual General Meeting**

Name	Mr. Manish Newar
DIN	00469539
Date of Birth	30.03.1969
Qualification	MBA
Expertise in specific functional area	Rich experience of two decades in Marketing and Branding of Tea Segment, Metal Caps etc.
Terms and conditions of appointment or re-appointment	Mr. Manish Newar retires at ensuing AGM and being eligible , seeks re-appointment
Remuneration	Nil
List of Outside Directorship	1. Dukenhengra Tea Pvt. Ltd. 2. Kushal Investment Pvt. Ltd. 3. Halmira Estate Tea Pvt. Ltd. 4. Halmira Properties Pvt. Ltd. 5. Arvind Press Caps Ltd. 6. Kool Kidz Products Ltd. 7. U.P. Paper Corporation Pvt. Ltd. 8. Umashree Properties Pvt. Ltd. 9. Manjushree Properties Pvt. Ltd. 10. T & I Global Ltd. 11. OSS Cube Solutions Ltd. 12. Contempary Win Framz Pvt. Ltd. 13. Subhiksh Infracon Pvt. Ltd. 14. Essel Mining & Industries Ltd. 15. Dhaneswari Wood Products Ltd. 16. Vikram Holdings Pvt. Ltd. 17. Newar Food and Hospitality Pvt. Ltd. 18. Benito Urban (India) Pvt. Ltd. 19. Koolkidz Koncepts Pvt. Ltd.
Chairman / Member of the Committee of	Nil



Companies in which she is a Director	
Shareholding in the Company	Nil
No. of the Board Meetings attended	2
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil

By order of the Board of Directors of Directors of
Nilkanth Engineering Limited



G. M. Loyalka
Director
(DIN: 00299416)



Place: Mumbai
Date : 31.08.2017