

NOTICE

Notice is hereby given that the **THIRTY THIRD ANNUAL GENERAL MEETING** of the Members of **NUTECH GLOBAL LIMITED** will be held as scheduled below:-

Day : Friday
Date : 29.09.2017
Time : 11.00 A.M.
Place : "Mukhija Chambers" 5, Saraswati Marg., opp. Lane Raymond, M.I. Road,
Jaipur - 302001

to transact the following Business:-

Ordinary Business:

- 1) To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2017, together with Reports of the Board the Director and Auditors thereon.
- 2) To appoint a Director in place of Shri Shyam Sunder Mukhija, (DIN:-01552629) who retires by rotation and being eligible, offers himself for re-appointment.
- 3) **To appoint Auditors and to fix, to pass with or without modification(s) the following Resolution as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Section 139 and other applicable provisions of the Companies Act, 2013 and Rules, made there under M/s O.P. Dad & Co., Chartered Accountants, (Registration No. 002330C), be and is hereby appointed as an Statutory Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 36th Annual General Meeting of the Company, subject to ratification of the appointment by members at every Annual General Meeting held after the ensuing Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors of the Company."

Special Business:

To Consider, and if thought fit to pass with or without modification(s), the following resolution as an ordinary resolution:-

- 4) **Reappointment of Shri Rajeev Mukhija as a Managing Director:-**

"**RESOLVED THAT** pursuant to the provisions of Section 196,197 & 203 of the Companies Act 2013 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment, modification, variation or re-enactment thereof), Subject to the approval of members in the Annual General Meeting, the re-appointment of Shri Rajeev Mukhija (DIN.00507367) as a Managing Director of the Company for a period of three years effective from 1st January, 2018 on the following terms and conditions mentioned in the Explanatory Statement.

The terms and conditions in respect of his appointment as a Managing Director of the company inter-alia contains the following:-

- (1) Period of re-appointment as a Managing Director of the company for three years w.e.f. 01.01.2018.
- (2) **Salary:** Rs.155000-10000-185000/- per month (time scale).
- (3) **Perquisites:** Shri Rajeev Mukhija will be entitled to the perquisites/benefits of residential accommodation or house rent allowance in lieu thereof; Gas, Electricity, Water, Furnishings; Medical expenses reimbursement for self and family; leave travel concession, club fees and personal accident insurance in accordance with the rules of the Company subject to limit of an amount equal to the annual salary.

Provisions for the use of the Company's car for official and personal use and telephone at residence shall not be included in the computation of the perquisites for the purpose of calculating the said ceiling. The Company's contribution to provident fund, gratuity payable as per rules of the Company and encashment of the leave at the end of the tenure shall not be included in the computation of the limits for the remuneration and perquisites as aforesaid.

FURTHER RESOLVED THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013 or any other relevant Statutory enactment(s) thereof in this regard, the Board of Directors be and are hereby authorized to vary or increase the remuneration including salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling and the above referred terms and conditions of re-appointment of, shall be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members for their approval.

FURTHER RESOLVED THAT if in any financial year during the currency of tenure of the Managing Director, the Company has no profits or its profits are inadequate the appointee shall be entitled to minimum remuneration by way of Basic Salary, Perquisites, allowances not exceeding the limits specified under Para 1 (A) of Section II, Part II of Schedule V to the Companies Act, 2013"

"RESOLVED FURTHER THAT Shri Rajeev Mukhija (DIN-00507367) Managing Director, of the Company be and are hereby authorized to submit and Sign the required form along with all necessary attachments and documents with Registrar of Companies, Rajasthan and to do other necessary acts in this regards."

5) Reappointment of Smt. Radhika Mukhija as a Whole Time Director:-

"RESOLVED THAT pursuant to the provisions of Section 196,197 & 203 of the Companies Act 2013 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment, modification, variation or re-enactment thereof), Subject to the approval of members in the Annual General Meeting, the re-appointment of Smt. Radhika Mukhija(DIN.00507397) as a Whole Time Director of the Company for a period of three years effective from 1st April, 2018 on the following terms and conditions mentioned in the Explanatory Statement.

The terms and conditions in respect of his appointment as a Whole Time Director of the company inter-alia contains the following:-

- (1) Period of re-appointment as a Whole Time Director of the company for three years w.e.f. 01.04.2018.
- (2). **Salary** : Rs.30000-10000-60000/- per month (time scale).
- (3). **Perquisites:** Smt. Radhika Mukhija will be entitled to the perquisites/benefits of residential accommodation or house rent allowance in lieu thereof; Gas, Electricity, Water, Furnishings; Medical expenses reimbursement for self and family; leave travel concession, club fees and personal accident insurance in accordance with the rules of the Company subject to limit of an amount equal to the annual salary.

Provisions for the use of the Company's car for official and personal use and telephone at residence shall not be included in the computation of the perquisites for the purpose of calculating the said ceiling. The Company's contribution to provident fund, gratuity payable as per rules of the Company and encashment of the leave at the end of the tenure shall not be included in the computation of the limits for the remuneration and perquisites as aforesaid.

FURTHER RESOLVED that in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013 or any other relevant Statutory enactment(s) thereof in this regard, the Board of Directors be and are hereby authorized to vary or increase the remuneration including salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling and the above referred terms and conditions of re-appointment of Smt. Radhika Mukhija, shall be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members for their approval.

FURTHER RESOLVED that if in any financial year during the currency of tenure of the Whole-Time Director, the Company has no profits or its profits are inadequate the appointee shall be entitled to minimum remuneration by way of Basic Salary, Perquisites, allowances not exceeding the limits specified under Para 1 (A) of Section II, Part II of Schedule V to the Companies Act, 2013"

"RESOLVED FURTHER THAT Shri Rajeev Mukhija (DIN-00507367) Managing Director, of the Company be and are hereby authorized to submit and Sign the required form along with all necessary attachments and documents with Registrar of Companies, Rajasthan and to do other necessary acts in this regards.

Regd. Office:

Mukhija Chamber 5, Saraswati Marg,
Opp. Lane Raymond's, M.I.Road, Jaipur 302001

By order of the Board

For : NUTECH GLOBAL LIMITED

Sd/-

(RAJEEV MUKHIJA)

Managing Director

DIN No. 00507367

Place: Jaipur

Dated: 30th May, 2017

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING. A PROXY FORM IS APPENDED WITH THE ADMISSION SLIP.
2. 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.
3. The register of member and share transfer books of the Company shall remain closed from Saturday, 23rd September, 2017 to Friday, 29th September, 2017.(both days inclusive).
4. In compliance of SEBI requirements, Beetal Financial & Computer services Pvt. Ltd. has been appointed the Registrar and Share Transfer Agent of the Company, who handle share transfer work in Physical as well as in Electronic Form and other related activities at the following address:
Beetal Financial & Computer services Pvt. Ltd.
Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi, Delhi 110062
Phone No. : 011-29961281, Fax No. : 011-29961284
Website: www.beetalfinancial.com
E-mail: beetalrta@gmail.com
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, PAN Details, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, to provide efficient and better services. Members holding shares in physical form are requested to intimate such information and changes therein to the Company or RTA Beetal Financial & Computer services Pvt. Ltd.
6. All documents referred to in the accompanying notice and explanatory statement are open for inspection at the registered office of the Company on all working days, except Sunday between 11.00 AM to 1.00 PM prior to date of Annual General Meeting.
7. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under the Section 72 of the Companies Act, 2013 may do so.
9. The Register of Directors and KMP and their shareholding and register of contracts or arrangements in which Directors are interested maintained under Sections 170 and 189 of the Companies Act, 2013 will be available for inspection by the members at AGM.

10. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meetings so as to enable the management to keep the information ready.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the 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 or RTA.
12. Members are requested to bring their copy of Annual Report at the meeting.
13. Members who hold the shares in dematerialized form are requested to bring their Clients ID and DP ID for easier identification of attendance at the AGM.
14. Electronic copy of Annual report 2017 and Notice of the 33rd Annual General Meeting of the Company inter alia, indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes. For members who have not registered their email address, physical copies of the Notice of the 33rd Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
15. CS R.K. Jain, Practicing Company Secretary (Membership No. FCS 4584) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
16. The facility for voting through Ballot/polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
17. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

18. Voting through electronic means

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the members to cast their votes electronically on the resolution mentioned in the notice 33rd Annual General Meeting of the Company.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26th September, 2017 at 9.00 A.M and ends on 28th September, 2017 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 22nd September, 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 would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website 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 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:

	For Members holding shares in Demat Form and Physical Form
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. Sequence number is printed on address level.</p> <p>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</p>
Dividend Bank Details OR 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> <p>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).</p>

- (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 of the Nutech Global Limited
- (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) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) 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.**
- (xx) 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 and register themselves as Corporate.

- 1 A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 1 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.
- 1 The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 1 A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) 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. 22nd September, 2017 may follow the same instructions as mentioned above for e-Voting.
- (xxii) 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, under help section or write an email to helpdesk.evoting@cdslindia.com
- (xxiii) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 22, 2017.
19. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than two days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.nutechglobal.com. The results shall simultaneously be communicated to the Stock Exchanges.
20. Any Member(s) who require any special assistance of any kind at the venue of the Thirty- Third AGM are requested to send details of their special needs in writing to the Company info@nutechglobal.com at least three days before the date of the Thirty-Third AGM.

Item No.4

Shri Rajeev Mukhija, was re-appointed as a Managing Director of the Company w.e.f. 01.01.2018 by the Members of the Company. During his tenure of last three years, the company has made remarkable progress. Looking to the progress done by the company during his tenure, Board of Directors in their meeting held on 30.05.2017, decided to re-appoint him as a Managing Director of the Company w.e.f. 01.01.2018, subject to approval of Members of the Company. The resolution for the re-appointment of Shri Rajeev Mukhija as a Managing Director of the Company at item No.4 of the Notice is commended by the Members.

Item No.5

Smt. Radhika Mukhija, was re-appointed as a Whole Time Director of the Company w.e.f. 01.04.2018 by the Members of the Company. The Board of Directors in their meeting held on 30.05.2017, decided to appoint her as a Whole Time Director of the Company, w.e.f. 01.04.2018 subject to approval of Members of the Company. The resolution for the appointment of Smt. Radhika Mukhija as a Whole Time Director of the Company at item No.5 of the Notice is commended by the Members.

Regd. Office:

Mukhija Chamber 5, Saraswati Marg,
Opp. Lane Raymond's, M.I.Road, Jaipur 302001

Place: Jaipur
Dated: 30th May, 2017

By order of the Board

For : NUTECH GLOBAL LIMITED

Sd/-

(RAJEEV MUKHIJA)

Managing Director

DIN No. 00507367

NUTECH GLOBAL LIMITED



Regd. Office:-Mukhija Chambers, 5 Saraswati Marg,
Opp. Lane Raymonds, M.I. Road, Jaipur-302001
Tel.:91-141-2371169,

CIN: L17114RJ1984PLC003023: Website:-info@nutechglobal.com

ATTENDANCE SLIP

ONLY SHAREHOLDER OR THE PROXIES WILL BE ALLOWED TO ATTEND THE MEETING

DP ID *		L.F. NO.	
CLIENT ID *		NO. OF SHARES HELD	

I/ WE HEREBY RECORD MY/ OUR PRESENCE AT THE 33RD ANNUAL GENERAL MEETING OF THE COMPANY BEING HELD ON FRIDAY, THE 29TH SEPTEMBER, 2017 AT 11.00 A.M. AT REGISTERED OFFICE AT COMPANY.

SIGNATURE OF SHAREHOLDER(S): 1. _____ 2. _____

SIGNATURE OF THE PROXY HOLDER _____

*APPLICABLE FOR INVESTORS HOLDING SHARES IN ELECTRONIC FORM

NOTE: SHAREHOLDERS ATTENDING THE MEETING IN PERSON OR BY PROXY ARE REQUESTED TO COMPLETE THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

PROXY FORM

MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN : L17114RJ1984PLC003023
 Name of Company : NUTECH GLOBAL LIMITED
 Registered Office : Mukhija Chambers, 5, Saraswati Marg,
 Opp. Lane Raymonds, M.I. Road, Jaipur-302001 (Raj.)

Name of the Member(s)	
Registered Address	
Email ID	
Folio No. / Client ID	
DPID	

I/We, being the member(s) of..... Shares of Nutech Global Ltd, hereby appoint:

- (1) Name : Address
 Email ID : Signature.....or falling him;
- (2) Name : Address
 Email ID : Signature.....or falling him;
- (3) Name : Address
 Email ID : Signature.....or falling him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on Friday, the 29th September, 2017 at 11.00 A.M. at Registered office Mukhija Chambers, 5, Saraswati Marg, Opp. Lane Raymonds, M.I. Road, Jaipur-302001 (Raj.) and at any adjournment thereof in respect of such resolutions as are indicate below:

Resolution No.	RESOLUTIONS	Optional*	
		For	Against
1.	Adoption of Audited Financial Statement of the Company for the Financial Year ended 31st March, 2017, together with Reports of the Board the Director and Auditors thereon.		
2.	Re-appointment of Shri Shyam Sunder Mukhija as Director of the Company.		
3.	Appointment of Auditors and to fix their remuneration.		
4.	Reappointment of Shri Rajeev Mukhija as a Managing Director		
5.	Reappointment of Smt. Radhika Mukhija as a Whole Time Director		

Signed this..... day of2017

Signature of shareholder

Signature of proxy holder(s).....

Affix
Rs. one
Revenue
Stamp

Note:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the registered office Mukhija Chambers, 5 Saraswati Marg, Opp. Lane Raymonds, M.I. Road, Jaipur-302001 (Raj.) of the company at, not less than 48 hours before the commencement of the meeting.
- (2) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 33rd Annual General Meeting.
- (3) * Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (4) In case of joint holders, signatures of any one holder will be sufficient, but names of the joint holders should be stated.

ROUTE MAP TO THE VENUE OF THE AGM

Mukhija Chamber 5, Saraswati Marg, Opp. Lane Raymond's, M.I.Road, Jaipur

Location on Google Maps

