

NUTECH GLOBAL LIMITED

Regd. Office:-Mukhija Chambers, 5 Saraswati Marg,
Opp. Lane Raymonds, M.I. Road, Jaipur-302001, Rajasthan
Tel.:91-141-2371169, Email:- info@nutechglobal.com
CIN: L17114RJ1984PLC003023: Website:- www.nutechglobal.com

NOTICE

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

Day : Saturday
Date : 25.05.2019
Time : 11.00 A.M.
Place : "Mukhija Chambers" 5, Saraswati Marg., opp. Lane Raymond, M.I. Road,
Jaipur – 302001, Rajasthan

To transact the Special Business:-

**1. CONTINUATION OF DIRECTORSHIP OF MR. SHYAM SUNDER MUKHIJA (DIN: 01552629),
NON-EXECUTIVE DIRECTOR AND WHO HAS ATTAINED THE AGE OF 75 YEARS**

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

"RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (Amendment Regulations) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time and subject to such approvals, consents, permissions, as may be considered necessary from the appropriate authorities, consent of the Members be and is hereby accorded for continuance of the Directorship of Mr. Shyam Sunder Mukhija (DIN: 01552629), Non-Executive Director of the Company, who has already attained the age limit of 75 years and aged around 81 years at present, on the existing terms and conditions, from the effective date of the said Amendment Regulations i.e. April 01, 2019 will continue as a Non-Executive Director of the Company.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to undertake all other activities as may be incidental or expedient in this regard."

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

Place: Jaipur
Dated: 29th April, 2019

By order of the Board
For **Nutech Global Limited**

Sd/-
(RAJEEV MUKHIJA)
Managing Director
DIN - 00507367

NOTES:

1. A Member Entitled To Attend And Vote At The Meeting Is Entitled To Appoint A Proxy To Attend And Vote On A Poll Instead Of Himself/ Herself And The Proxy Need Not Be A Member Of The Company. Proxies In Order To Be Effective, Must Be Duly Stamped, Filled, Signed And Be Received By Company At The Registered Office Of The Company Not Less Than 48 Hours Before The Meeting.
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. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members/ Proxies/ Authorized representatives are requested to bring their Attendance Slip.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The copies of relevant documents can be inspected at the Registered Office of the Company on any working day till the date of Meeting from 11:00 A.M. to 1:00 P.M.
7. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their copies of PAN card to their Depository Participants with whom they are maintaining DEMAT Accounts. Members holding shares in physical form can submit their PAN details to the Company/ RTA.
8. Members are requested to : (a) Notify the change in address, if any, with PIN code numbers immediately to the Company (in case shares held in physical mode) (b) Quote their regd. Folio Number/DP and client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
9. The Notice is being sent to all Members, whose names appear in the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on 30th April, 2019 being cut-off date.
10. 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

11. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of special business under Item Nos. 1 and relevant details are annexed hereto.
12. The route map showing the direction to reach the venue of EOGM is attached at the end of the Report/Notice of EOGM.
13. 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.
14. **Voting through electronic means**

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 10:00 A.M on Wednesday, the 22nd May, 2019 and ends at 5:00 P.M on Friday, the 24th May, 2019. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Saturday, the 18th May, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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> <ul style="list-style-type: none"> • 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 sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> 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 (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a 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.
- (xviii) **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.**
- (xix) **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 Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- 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.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) 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.

ANNEXURE TO NOTICE

Explanatory statement pursuant to section 102 of the Companies Act, 2013

Item no. 1:

Pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) effective from 01.04.2019 consent of the shareholders by way of Special Resolution shall be required for continuation of directorship of the Non-Executive Directors of the Company who have attained age of 75 years.

Mr. Shyam Sunder Mukhija (DIN 01552629) was appointed as a Non- Executive Director on the Board of the Company in accordance with the applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014. In the opinion of the Board, he fulfils the conditions specified under the Act for such appointment and that Mr. Shyam Sunder Mukhija is Non- Executive Director of management.

Mr. Shyam Sunder Mukhija, Non- Executive Director attained the age of 75 years and aged around 81 years at present and his present tenure is valid, the Board of Directors at its meeting held on 29th April, 2019 decided to seek the approval of Shareholders by way of Special Resolution for continuing his present tenure.

The brief profile of Mr. Shyam Sunder Mukhija , Non-Executive Director seeking continuation of Directorship as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretary of India are given below :-

Name of Director	Mr. Shyam Sunder Mukhija
Date of Birth	15.08.1938 (Age around 81 years)
DIN	01552629
Nationality	Indian
Qualification	B.E. IN CIVIL ENGINEER
Date of First appointment on the Board	28.11.1994
Expertise/Experience in specific functional areas	Vast Experience of more than four decades in the textile Industry and having expertise in the field of Textile Marketing.
Directorship held in other Companies	1. NUTECH REFRACTORIES PRIVATE LIMITED 2. NAVLOK EXHIBITORS PVT. LIMITED 3. NS ENTERTAINMENT PRIVATE LIMITED 4. SHREE DWARKESH ESTATES PRIVATE LIMITED 5. NAVRANG COMPLEX LLP
Relationship with other Directors, Manager and other KMP of the Company	FATHER OF MR. RAJEEV MUKHIJA (MANAGING DIRECTOR)
Terms and conditions of appointment/continuation of Directorship	Mr. Shyam Sunder Mukhija was appointed as the Non-Executive Director of the Company in accordance with the provision of the Companies Act, 1956 and liable to retire by rotation at the 33 rd Annual General Meeting and reappointed as per provisions of the Companies Act, 2013
Details of last Remuneration drawn (F.Y. 17-18)	NIL

Details of proposed Remuneration	NIL	
Number of Meetings of the Board attend during the year	Held	NIL
	Attended	NIL
Chairman / Member of the Committee of the Board of Directors of this Company	Name of Committees	Chairman/Member
	Audit Committee	Member
	Nomination & Remuneration Committee	Member
	Stakeholders Relationships Committee	Chairman
Committee Membership in other Companies	NIL	
Shareholding in the Company as on 29 th April, 2019	610100	

Keeping in view his vast experience and contribution made by Mr. Shyam Sunder Mukhija who has attained age of 75 years and aged around 81 years at present, the Board recommends the Special Resolution set out in the item no. 1 for the approval of the Shareholders of the Company. None of the Directors/Key Management Personnel/their relatives except Mr. Shyam Sunder Mukhija is in any way concerned or interest in the above referred resolution.

**By order of the Board of Directors
For Nutech Global Limited**

Place: Jaipur
Dated: 29.04.2019

Sd/-
(RAJEEV MUKHIJA)
Managing Director
DIN NO. 00507367

NUTECH GLOBAL LIMITED

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ATTENDANCE SLIP

Only Shareholder or the Proxies will be allowed to attend the meeting

DP Id*	
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Folio No	
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Client Id*	
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No. of Shares	
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NAME AND ADDRESS OF THE SHAREHOLDER:

I hereby record my presence at the EXTRA-ORDINARY GENERAL MEETING of the Company held on Saturday 25th May, 2019 at 11.00 A.M. at Registered Office of the Company at Mukhija Chambers, 5, Saraswati Marg, Opp.Lane Raymonds, M.I.Road, Jaipur – 302001, Rajasthan.

*Applicable for investors holding Shares in electronic form -----

** Strike out whichever is not applicable Signature of the
Shareholder/Proxy/Representative**

.....

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]

Name of the Member(s):		E mail id:	
Registered Address:		Folio No/ *Client Id:	
		*DP Id:	

I/We, being a member/members ofshares of Nutech Global Ltd., hereby appoint:

- 1).....of.....having e-mail id.....or failing him
- 2).....of..... having e-mail id.....or failing him
- 3).....of..... having e-mail id.....

and whose signature(s) are appended below 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 Saturday, 25th May, 2019 at 11.00 A.M. at Registered Office of the Company at Mukhija Chambers, 5 Saraswati Marg, Opp. Lane Raymonds, M.I. Road, Jaipur-302001, Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

S No.	Resolution	For	Against
1.	CONTINUATION OF DIRECTORSHIP OF MR. SHYAM SUNDER MUKHIJA (DIN: 01552629), NON-EXECUTIVE DIRECTOR AND WHO HAS ATTAINED THE AGE OF 75 YEARS		

*Applicable for investors holding shares in electronic form.

Signed this.....day of2019

Signature of Shareholder

Affix Rs. 1.00 Revenue Stamp

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Notes:

(1) This 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.

(3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.

** (4) This is only optional. 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.

(5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

(6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

PROFILE OF MR. SHYAM SUNDER MUKHIJA DIRECTOR

Name of Director	Mr. Shyam Sunder Mukhija	
Date of Birth	15.08.1938 (Age around 81 years)	
DIN	01552629	
Nationality	Indian	
Qualification	B.E. IN CIVIL ENGINEER	
Date of First appointment on the Board	28.11.1994	
Expertise/Experience in specific functional areas	Vast Experience of more than four decades in the textile Industry and having expertise in the field of Textile Marketing.	
Directorship held in other Companies	<ol style="list-style-type: none"> 1. NUTECH REFRACTORIES PRIVATE LIMITED 2. NAVLOK EXHIBITORS PVT. LIMITED 3. NS ENTERTAINMENT PRIVATE LIMITED 4. SHREE DWARKESH ESTATES PRIVATE LIMITED 5. NAVRANG COMPLEX LLP 	
Relationship with other Directors, Manager and other KMP of the Company	FATHER OF MR. RAJEEV MUKHIJA (MANAGING DIRECTOR)	
Terms and conditions of appointment/continuation of Directorship	Mr. Shyam Sunder Mukhija was appointed as the Non-Executive Director of the Company in accordance with the provision of the Companies Act, 1956 and liable to retire by rotation at the 33 rd Annual General Meeting and reappointed as per provisions of the Companies Act, 2013	
Details of last Remuneration drawn (F.Y. 17-18)	NIL	
Details of proposed Remuneration	NIL	
Number of Meetings of the Board attend during the year	Held	NIL
	Attended	NIL
Chairman / Member of the Committee of the Board of Directors of this Company	Name of Committees	Chairman/Member
	Audit Committee	Member
	Nomination & Remuneration Committee	Member
	Stakeholders Relationships Committee	Chairman
Committee Membership in other Companies	NIL	
Shareholding in the Company as on 29 th April, 2019	610100	

ROUTE MAP TO THE VENUE OF THE EOGM

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

Location on Google Maps

