

USHA AMORPHOUS METALS PRIVATE LIMITED

Shorter Notice for AGM

Shorter Notice is hereby given that the Thirty Second (32nd) Annual General Meeting of the members of **Usha Amorphous Metals Private Limited** will be held on **Thursday, 31st December 2020 at 10.00 A.M.** at the registered office of the Company at Plot No. 486 – 487, Phase – III Udyog Vihar, Sector- 20 Gurugram – 122016 Haryana, India to transact the following business:

Ordinary Business

1. Adoption of the audited financial statements of the Company for the financial year ended on 31st March 2020 together with reports of the Board of Directors and Auditors thereon.

To consider and if though fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited financial statements of the Company comprising of the Balance sheet as at March 31st 2020, the statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the notes forming part thereof and Annexures thereto along with the report of the Board of Directors and Auditor’s thereon, as placed before the Members, be and is hereby approved and adopted.”

2. Re- appointment of Mr. Rajiv Kumar (DIN: 07322368), Director Liable to retire by rotation.

To consider and if though fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to provisions of section 152 of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Mr. Rajiv Kumar (DIN: 07322368), Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible for such appointment, be and is hereby re-appointed as a Director of the company, liable to retire by rotation.”

**By Order of the Board of Directors
for- USHA AMORPHOUS METALS PRIVATE LIMITED**

Dated: 15-12-2020

Place: Gurgaon

**Nedumgottumala Mathai Koshy
(Director)
DIN: 0529059
Address: G – 29, DDA SFS
Gaurav Appts, Saket,
New Delhi – 110017**

Notes:

- 1. Extension of AGM:** Office of Registrar of Companies, NCT of Delhi & Haryana, vide its order dated September 8, 2020 has extended the time to hold for the Financial Year ended on 31.03.2020 by a period of three months from the due date by which AGM ought to have been held i.e. 31st September 2020. Accordingly, This Annual General Meeting is being convened after 31st September 2020 and within aforementioned extended time limit.
- 2. Appointment of Proxy:** Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014 provides for appointment of proxy to attend and vote at a general meeting on behalf of the member who is not able to physically attend the AGM.

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 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.

A Proxy form shall be in Form No. MGT 11 pursuant to section 105(6) of the Companies Act 2013 read with rule 19(3) of the Companies (Management and Administration) Rules, 2014.

The proxy form in order to be effective must be deposited (duly completed, stamped and signed) at the registered office of the company not less than forty-eight (48) hours before the commencement of the meeting.

Proxies registers are open for inspection during the period beginning twenty- four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting. Inspection shall be allowed between 11:00 a.m. to 5:00 p.m.

- 2. Corporate Representation:** Corporate shareholders/Institutional shareholders intending to send their authorised representative(s) to attend and vote at the 32nd AGM, are requested to send scanned copy of the relevant Board Resolution/ Authority Letter together with attested specimen signature of the duly authorised representative(s), at krishan.bondwal@uaml.in with a copy to uaml@uaml.in, from the registered email address.
- 3. Members’ Record Updation:** Members holding equity shares in physical form and who intend to intimate changes or update their bank details, e-mail ID, change of address, etc. may do so by filling up the ‘Form to update Shareholder Information’ annexed as Annexure-3 to this Notice and send the same at krishan.bondwal@uaml.in on or before Wednesday, December 30, 2020.
- 4. Nomination:** Members holding equity shares in physical form and who have not yet registered their nomination are requested to register the same with the Company at krishan.bondwal@uaml.in.
- 5. Inspection of Documents:**
 - copy of all the documents referred in the Notice of the 32nd AGM and, shall be made available for inspection to members during Meeting time.
 - copy of the ‘Register of Directors and Key Managerial Personnel and their Shareholding’ maintained under Section 170 of the Act and the ‘Register of Contract and Arrangements’ in which Directors of the Company are interested under Section 189 of the Act, shall be accessible to members during 32nd AGM.
 - The register of contracts or arrangements in which directors are interested shall be produced at the commencement of the AGM and remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.

- 6. Member Queries with Respect to Annual Report or Businesses as Stated in the Notice of 32nd AGM**
- i) For smooth conduct of AGM proceedings, Members who wish to receive information with respect to Company's Annual Report for FY2019-20 or have questions with regard to the financial statements and the matters to be placed at the 32nd AGM, can send their request by providing their name, folio number from their registered e-mail ID to krishan.bondwal@uaml.in at least 48 hours in advance before the start of meeting i.e. by Tuesday December 29th, 2020 before 10:00 a.m. (IST).
 - ii) Members who wish to ask questions or express their views at the AGM may register themselves as a 'Speaker' by registering themselves with the Company by sending their request by providing their name, folio number and mobile number from their registered e-mail ID to krishan.bondwal@uaml.in at least 48 hours in advance before the start of meeting i.e. by Tuesday December 29th, 2020 before 10:00 a.m. (IST)

Members may note that the Company reserves the right to restrict the number of questions and number of speakers during the AGM, depending upon availability of time and for conducting the proceedings of the meeting smoothly.

7. No gifts will be distributed at the AGM.
8. The complete particulars of the venue of the Meeting, including route map and prominent landmark for easy location, forms part of this notice.
9. Member may also be informed that A Fresh Certificate of Incorporation has been issued by Registrar of Companies of NCT of Delhi and Haryana, Now on and from 09th December 2020, we are a Private Company and New Name of Company is "Usha Amorphous Metals Private Limited". You are requested to update the same in your records and in future correspondence.
10. Financial Statements, Auditor Report and Director Report has been signed on 08th December 2020 and the company was a Public Limited on that day. Accordingly, Financial Statements, Auditor Report and Director Report are being provided in the old name of Company i.e., Usha Amorphous Metals Limited.

Place: Gurgaon
Dated: 15-12-2020

By Order of the Board of Directors
For- USHA AMORPHOUS METALS PRIVATE LIMITED

Nedumgottumala Mathai Koshy
(Director)
DIN: 0529059
Address: G – 29, DDA SFS
Gaurav Appts, Saket,
New Delhi – 110017

ATTENDANCE SLIP

PLEASE FILL THIS ATTENDANCE SLIP AND HANDOVER THE SAME AT THE VENUE OF THE MEETING

Folio No.	
No. of Shares	

Full name of the shareholder/Proxy -

I hereby record my presence at the 32nd Annual General Meeting of the Members of Usha Amorphous Metals Private Limited at the Registered Office of the Company situated at Plot No. 486 – 487, Phase – III Udyog Vihar, Sector- 20 Gurugram – 122016 Haryana, on Thursday, 31st December 2020, at 10 AM.

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Signature of Shareholder/Proxy

Note:

1. Sign this attendance slip and hand it over at the attendance verification counter at the entrance of meeting hall.
2. Bodies Corporate, whether a company or not, who are members, may attend through their authorised representatives appointed under Section 113 of the Companies Act, 2013. A copy of authorization should be deposited with the Company.

Consent for 32nd Annual General Meeting to held on shorter Notice

Pursuant to applicable provisions of Companies Act, 2013 read with rules related thereto and Secretarial Standards issued by Institute of Company Secretaries of India, I, _____ shareholder of Usha Amorphous Metals Private Limited vide folio number _____ of Register of Members of the company having _____ numbers of equity shares, do hereby accord my consent to the Board of Directors of the company to hold 32nd Annual General Meeting of the company on shorter notice.

Shareholder of Usha Amorphous Metals Private Limited Date:
Place

**Form No. MGT-11 Proxy
Form**

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

CIN	U27310HR1988PLC044023
Name of the Company	Usha Amorphous Metals Private Limited
Registered Office	Plot No. 486 – 487, Phase-III Udyog Vihar, Sector- 20, Gurugram-122016 Haryana

Name of the member (s): Registered address E-mail Id Folio No/ Client Id DP ID
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I/We, being the member (s) of shares of the above-named Company, hereby appoint

1. Name:
 Address: E-mail
 Id.....
 Signature..... or failing him;

2. Name:
 Address: E-mail
 Id.....
 Signature..... or failing him;

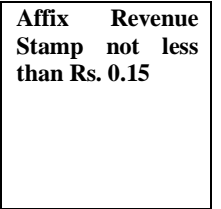
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 32nd Annual General Meeting of the Company for the financial year 2019 - 2020, to be held on the Thursday, the 31st December 2020 at 10 AM at the registered office of the Company situated at Plot No. 486 – 487, Phase-III Udyog Vihar, Sector- 20, Gurugram- 122016 Haryana and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution			
Ordinary Business		For	Against
1.	Adoption of the audited financial statements of the Company for the financial year ended on 31st March 2020 together with reports of the Board of Directors and Auditors thereon. To consider and if though fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution: “RESOLVED THAT the audited financial statements of the Company comprising of the Balance sheet as at March 31st 2020, the statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the notes forming part thereof and Annexures thereto along with the report of the Board of Directors and Auditor’s thereon, as placed before the Members, be and is hereby approved and adopted.”		
2.	Re- appointment of Mr. Rajiv Kumar (DIN: 07322368), Director Liable to retire by rotation. To consider and if though fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution: “RESOLVED THAT pursuant to provisions of section 152 of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Mr. Rajiv Kumar (DIN: 07322368), Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible for such appointment, be and is hereby re-appointed as a Director of the company, liable to retire by rotation.”		

Signed this.....day of.....2020

Signature of Shareholder.....

Signature of Proxy holder(s).....



Note:

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. Any alteration or correction made to this Proxy form must be initialled by the signatory/signatories.

If you wish to vote for a Resolution, place a tick in the corresponding box under column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.

To,
Company Secretary
Usha Amorphous Metals Private Limited
Plot no. 486-487, Phase III, Udyog Vihar, Sector 20
Gurgaon-122016

Form for Updation of Shareholder Information

I/We request you to record the following information against my/ our Folio No.:

General Information:

Name of the Company:	Usha Amorphous Metals Private Limited
Folio No.	: _____
Name of First name shareholder:	: _____
Mobile No.	: _____
Email Id.	: _____
PAN	: _____

*Self-attested scanned copy of PAN is enclosed

I/We request you to record the following information against my/ our Folio No.:

Bank Details

IFSC Code (11 digit)	: _____
MICR (9 digit)	: _____
Bank A/c Type	: _____
Bank A/c No.: *	: _____
Name of the Bank	: _____
Bank Branch Address	: _____

*A blank cancelled cheque is enclosed to enable verification of bank details.

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We desire to receive all communications in electronic form. I/We understand that the above details shall be maintained till I/we hold the securities under the above-mentioned account.

Place:

Date:

Signature of Sole / First holder

Route Map

From Kapashera Border :



From Airport, T-3:

