



**REF: RMC/2018-19/BSE/43**

**Date: 25.02.2019**

To,

Department of Corporate Services  
Listing and Compliance  
BSE Limited,  
P J Towers, Dalal Street,  
Mumbai – 400 001

**Ref: Scrip Code (BSE) : 540358**

**Sub: Notice of Extraordinary General Meeting to be held on 25<sup>th</sup> March, 2019.**

Dear Sir/Madam

Pursuant to Regulation 30 of SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015, this is to inform you that an Extraordinary General meeting of the company is scheduled to be held on 25<sup>th</sup> March, 2019 at 01:00 P.M. at the registered office of the company situated at 7 Km. from Chaksu, Khotkawda Road, Village Badodiya, Tehsil Chaksu, Tonk Road, Jaipur, Rajasthan-303901.

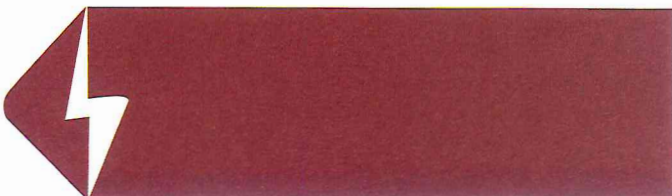
We hereby enclose the notice of the Extraordinary General Meeting.

You are requested to kindly take the same into records.

**For RMC Switchgears Limited**

**Pranju Daftari  
Company Secretary &  
Compliance Officer**

CIN : (L25111RJ1994PLC008698)  
Formerly Known As RMC Switch Gears Limited  
Registered Office & Factory : 7 K.M. From Chaksu, Khotkawda Road,  
Village-Badodtya, Tehsil-Chaksu, Tonk Road, Jaipur (Raj.) 303901,  
Corporate Office : B-11, (B&C), Malviya Industrial Area, Jaipur-17 (Raj.),  
E-mail : info@rmcindia.in, admin@rmcindia.in  
Telefax: +91-141-4400222, website : www.rmcindia.in





## RMC SWITCHGEARS LIMITED

Registered Office: 7 Km. from Chaksu, Khotkawda Road, Village Badodiya,  
Tehsil Chaksu, Tonk Road, Jaipur-303901, Rajasthan  
Corporate Office: B-11 (B&C) Malviya Industrial Area, Jaipur-302017  
E Mail ID: [info@rmcindia.in](mailto:info@rmcindia.in), [cs@rmcindia.in](mailto:cs@rmcindia.in) CIN: L25111RJ1994PLC008698  
Website: [www.rmcindia.in](http://www.rmcindia.in), Contact No: 0141-4031516, 4400222

### NOTICE

**NOTICE IS HEREBY GIVEN THAT THE EXTRAORDINARY GENERAL MEETING OF MEMBERS OF RMC SWITCHGEARS LIMITED ("THE COMPANY") WILL BE HELD ON MONDAY, 25<sup>TH</sup> MARCH, 2019 AT THE REGISTERED OFFICE OF THE COMPANY AT 7 KM. FROM CHAKSU, KHOTKAWDA ROAD, VILLAGE BADODIYA, TEHSIL CHAKSU, TONK ROAD, JAIPUR-303901 AT 1:00 P.M. TO TRANSACT THE FOLLOWING BUSINESSES AS SPECIAL BUSINESS :**

#### **Item No.: 1 Re-Appointment of Mr. Ashok Kumar Agarwal as Managing Director of the Company**

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

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members be and is hereby accorded to re-appoint Mr. Ashok Kumar Agarwal (DIN: 00793152) as Managing Director of the Company, whose office shall be liable to retire by rotation, for a period of 5 (five) years w.e.f. 1<sup>st</sup> April, 2019 on such terms and conditions as set out in the Explanatory Statement annexed to the Notice, with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit, subject to ratification by members in the ensuing general meeting.

**RSOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the revision in remuneration made with the approval of the Board in its meeting held on 23<sup>rd</sup> January, 2019 and as stated in the explanatory statement annexed to the notice.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and is hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this Resolution."

#### **Item No.: 2 Re-Appointment of Mr. Ankit Agarwal as Whole Time Director of the Company**

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

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members be and is hereby accorded to re-appoint Mr. Ankit Agarwal (DIN: 00793035) as Whole Time Director of the Company, whose office shall be liable to retire by rotation, for a period of 5 (five) years w.e.f. 1<sup>st</sup> April, 2019 on such terms and conditions as set out in the Explanatory Statement annexed to the Notice, with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit, subject to ratification by members in the ensuing general meeting.

**RSOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the revision in remuneration made with the approval of the Board in its meeting held on 23<sup>rd</sup> January, 2019 and as stated in the explanatory statement annexed to the notice.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and is hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this Resolution."

#### **Item No.: 3 Re-appointment of Mrs. Neha Agrawal as Executive Director of the Company**

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

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mrs. Neha Agrawal (DIN: 07540311) as Executive

Director of the Company, whose office shall be liable to retire by rotation, for a period of 5 (five) years w.e.f. 1st April, 2019 on such terms as set out in the explanatory statement annexed to the notice, with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit, subject to ratification by members in the ensuing general meeting.

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the revision in remuneration made with the approval of the Board in its meeting held on 23<sup>rd</sup> January, 2019 and as stated in the explanatory statement annexed to the notice.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and is hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this Resolution.”

**By order of the Board  
For RMC Switchgears Limited**

**Sd/-  
Ashok Kumar Agarwal  
Chairman & Managing Director  
DIN: 00793152**

**Date: 19.02.2019  
Place: Jaipur**

**NOTES:**

1. A Member entitled to attend and vote at the general meeting is entitled to appoint proxy/ proxies to attend and vote instead of himself and the proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith.

*Proxies submitted on behalf of Companies, Societies, Partnership Firms, etc. must be supported by appropriate resolution / authority, as applicable, issued by the member organization.*

2. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships / chairmanships of Board Committees, and relationships between directors inter-se as stipulated under Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, with the Stock Exchanges, are provided in forming part of the Notice to Extra Ordinary General Meeting as Annexure “A”.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
4. Notice of Extra Ordinary General Meeting will be sent to those who are members of the Company as on (Cut-off date) 21<sup>st</sup> February, 2019
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Since all our members hold shares in the Demat form, they are therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts.

Members may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend (if declared).

The Company or its Registrars and Transfer Agents, Link Intime India Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.

6. Members are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts.
7. Members are requested to:
  - a. Quote the registered folio number / DP-ID and CL-ID in all future correspondence.
  - b. To address their grievances to the Company Secretary at the Registered Office of the Company.

8. Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the meeting.
9. Members are informed that in case of Joint holders attending the meeting; only the joint holder whose names appear first in Register of members will be entitled to vote.
10. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Extraordinary General Meeting.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
12. Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
13. Members may kindly note that bags, eatables, laptops, arms, ammunitions or any other harmful/dangerous objects are not allowed inside the Auditorium at the meeting venue.
14. Members may also note that the Notice of Extra Ordinary General Meeting is also available on the website of the company [www.rmcindia.in](http://www.rmcindia.in) for their download.
15. Company is exempted from conducting E – Voting vide Rule 20(2) of Companies (Management & Administration) Amendment Rule, 2015. So voting will be conducted by means of Show of hands/ Polling Paper at the Extraordinary General Meeting.

**Explanatory Statement**  
**[Pursuant to section 102(2) of the Companies Act, 2013]**

**Item No.: 1 Re-Appointment of Mr. Ashok Kumar Agarwal as Managing Director of the Company**

The Board recommends the re-appointment of Mr. Ashok Kumar Agarwal (whose current tenure expires on 31<sup>st</sup> March, 2019) as Managing Director of the Company for a further period of 5 (five) years w.e.f. 1<sup>st</sup> April, 2019 on the terms and conditions mentioned below.

Further, the Board of Directors in its Meeting held on 23<sup>rd</sup> January, 2019 on the recommendation received from the Nomination and Remuneration Committee had approved a revision in the remuneration payable to Mr. Ashok Kumar Agarwal from Rs. 1, 00,000/- per month to Rs. 2,50,000/-per month for the month of January, 2019 and onwards, subject to the ratification by the Members in the ensuing General Meeting.

Therefore, in compliance with the applicable provisions of the Act, it is hereby proposed to seek Members' approval for the re-appointment and ratification of the revision in remuneration payable to Shri Ashok Kumar Agarwal as a Managing Director on below mentioned terms and conditions:

**Basic Salary:** Rs. 2,50,000/- per month

**Perquisites and Allowances:**

**1. Housing**

The Company shall provide free furnished accommodation or HRA in lieu of Company provided accommodation. The value of benefit will be determined as per company's Policy and rules and the permissible limit of Income Tax Act, 1961/ Income Tax Rules, 1962.

**2. Gas, Electricity, Water Etc.**

Reimbursement of expenses on actual pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation. The value of benefit will be determined as per company's Policy and rules.

**3. Reimbursement of Medical Expenses**

Reimbursement of medical expenses (including insurance premium for medical and hospitalisation policy, if any) incurred for self and family, subject to the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents. The value of benefit will be determined as per company's Policy and rules.

**4. Leave Travel Concession**

Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

**5. Club Fees:**

Aforesaid directors shall be allowed to avail Corporate Membership of the Clubs The value of benefit will be determined as per company's Policy and rules.

**6. Personal Accident Insurance**

Coverage for Personal Medical/ Accident Insurance/ Key man Insurance or any other coverage as per company's Policy and rules.

**7. Contribution to Provident Fund And Superannuation Fund**

Contribution to Provident Fund and Superannuation Fund, as per applicable laws for the time being in force and as per company's Policy and rules shall be provided.

**8. Leave and Encashment of Leave**

Leave Travel Expenses for self and family in accordance with the policy & rules of the Company.

**9. Gratuity And / Or Contribution To The Gratuity Fund of Company**

As per applicable laws for the time being in force and as per the policy & rules of the Company.

**10. Use of Car**

Cars for use of Company's Business as well as for own use, as per Company policy & rules.

## **11. Reimbursement of Expenses**

Reimbursement of telephone, entertainment, travelling and all other expenses incurred for the business of the Company, as per Company policy & rules.

## **12. Variable Pay:**

Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time.

## **13. Others**

Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may from time to time decide.

The terms and conditions as stated above may be altered/varied from time to time by the Board of Directors if it deems fit in accordance with the provisions of section 197 and Schedule V of the Companies Act, 2013 and all other applicable laws, subject to the ratification of such variation by the members in the next general meeting

Where in any year, the Company has no profits or its profits are inadequate, the total remuneration payable to the directors shall be limited to the ceiling limit stated under Schedule V annexed to the Companies Act, 2013.

Your Directors recommend the proposed Special resolution for your approval. Further, none of the Directors except Shri Ashok Kumar Agarwal, Chairman & Managing Director, Shri Ankit Agrawal, Whole Time Director and Mrs. Neha Agarwal, Executive Director are interested in the resolution.

### **Item No.: 2 Re-Appointment of Mr. Ankit Agarwal as Whole Time Director of the Company**

The Board recommends the re-appointment of Mr. Ankit Agrawal (whose current tenure expires on 31<sup>st</sup> March, 2019) as Whole Time Director of the Company for a further period of 5 (five) years w.e.f. 1<sup>st</sup> April, 2019 on the terms and conditions mentioned below.

Further, the Board of Directors in its Meeting held on 23<sup>rd</sup> January, 2019 on the recommendation received from the Nomination and Remuneration Committee had approved a revision in the remuneration payable to Mr. Ankit Agrawal from Rs. 1, 00,000/- per month to Rs. 2, 25,000/-per month for the month of January, 2019 and onwards, subject to the ratification by the Members in the ensuing General Meeting.

Therefore, in compliance with the applicable provisions of the Act, it is hereby proposed to seek Members' approval for the re-appointment and ratification of the revision in remuneration payable to Mr. Ankit Agrawal as a Whole Time Director on below mentioned terms and conditions:

**Basic Salary:** Rs. 2, 25,000/- per month

#### **Perquisites and Allowances:**

##### **1. Housing**

The Company shall provide free furnished accommodation or HRA in lieu of Company provided accommodation. The value of benefit will be determined as per company's Policy and rules and the permissible limit of Income Tax Act, 1961/ Income Tax Rules, 1962.

##### **2. Gas, Electricity, Water Etc.**

Reimbursement of expenses on actual pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation. The value of benefit will be determined as per company's Policy and rules.

##### **3. Reimbursement of Medical Expenses**

Reimbursement of medical expenses (including insurance premium for medical and hospitalisation policy, if any) incurred for self and family, subject to the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents. The value of benefit will be determined as per company's Policy and rules.

##### **4. Leave Travel Concession**

Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

##### **5. Club Fees:**

Aforesaid directors shall be allowed to avail Corporate Membership of the Clubs The value of benefit will be determined as per company's Policy and rules.

## **6. Personal Accident Insurance**

Coverage for Personal Medical/ Accident Insurance/ Key man Insurance or any other coverage as per company's Policy and rules.

## **7. Contribution to Provident Fund And Superannuation Fund**

Contribution to Provident Fund and Superannuation Fund, as per applicable laws for the time being in force and as per company's Policy and rules shall be provided.

## **8. Leave and Encashment of Leave**

Leave Travel Expenses for self and family in accordance with the policy & rules of the Company.

## **9. Gratuity And / Or Contribution To The Gratuity Fund of Company**

As per applicable laws for the time being in force and as per the policy & rules of the Company.

## **10. Use of Car**

Cars for use of Company's Business as well as for own use, as per Company policy & rules.

## **11. Reimbursement of Expenses**

Reimbursement of telephone, entertainment, travelling and all other expenses incurred for the business of the Company, as per Company policy & rules.

## **12. Variable Pay:**

Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time.

## **13. Others**

Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may from time to time decide.

The terms and conditions as stated above may be altered/varied from time to time by the Board of Directors if it deems fit in accordance with the provisions of section 197 and Schedule V of the Companies Act, 2013 and all other applicable laws, subject to the ratification of such variation by the members in the next general meeting

Where in any year, the Company has no profits or its profits are inadequate, the total remuneration payable to the directors shall be limited to the ceiling limit stated under Schedule V annexed to the Companies Act, 2013.

Your Directors recommend the proposed Special resolution for your approval. Further, none of the Directors except Shri Ashok Kumar Agarwal, Chairman & Managing Director, Shri Ankit Agrawal, Whole Time Director and Mrs. Neha Agarwal, Executive Director are interested in the resolution.

### **Item No.: 3 Re-appointment of Mrs. Neha Agrawal as Executive Director of the Company**

The Board recommends the re-appointment of Mrs. Neha Agarwal as an Executive Director of the Company and fixation of her term w.e.f. 1<sup>st</sup> April, 2019 for a period of 5 years on the terms and conditions mentioned below.

Further, the Board of Directors in its Meeting held on 23<sup>rd</sup> January, 2019 on the recommendation received from the Nomination and Remuneration Committee had approved a revision in the remuneration payable to Mrs. Neha Agrawal from Rs. 75,000/- per month to Rs. 1, 50,000/-per month for the month of January, 2019 and onwards, subject to the ratification by the Members in the ensuing General Meeting.

Therefore, in compliance with the applicable provisions of the Act, it is hereby proposed to seek Members' approval for the re-appointment and ratification of the revision in remuneration payable to Mrs. Neha Agrawal as an Executive Director on below mentioned terms and conditions:

**Basic Salary:** Rs. 1,50,000/- per month

#### **Perquisites and Allowances:**

##### **1. Housing**

The Company shall provide free furnished accommodation or HRA in lieu of Company provided accommodation. The value of benefit will be determined as per company's Policy and rules and the permissible limit of Income Tax Act, 1961/ Income Tax Rules, 1962.

##### **2. Gas, Electricity, Water Etc.**

Reimbursement of expenses on actual pertaining to electricity, gas, water, telephone and other reasonable expenses

for the upkeep and maintenance in respect of such accommodation. The value of benefit will be determined as per company's Policy and rules.

**3. 3. Reimbursement of Medical Expenses**

Reimbursement of medical expenses (including insurance premium for medical and hospitalization policy, if any) incurred for self and family, subject to the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents. The value of benefit will be determined as per company's Policy and rules.

**4. Leave Travel Concession**

Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

**5. Club Fees:**

Aforesaid directors shall be allowed to avail Corporate Membership of the Clubs The value of benefit will be determined as per company's Policy and rules.

**6. Personal Accident Insurance**

Coverage for Personal Medical/ Accident Insurance/ Key man Insurance or any other coverage as per company's Policy and rules.

**7. Contribution to Provident Fund And Superannuation Fund**

Contribution to Provident Fund and Superannuation Fund, as per applicable laws for the time being in force and as per company's Policy and rules shall be provided.

**8. Leave and Encashment of Leave**

Leave Travel Expenses for self and family in accordance with the policy & rules of the Company.

**9. Gratuity And / Or Contribution To The Gratuity Fund of Company**

As per applicable laws for the time being in force and as per the policy & rules of the Company.

**10. Use of Car**

Cars for use of Company's Business as well as for own use, as per Company policy & rules.

**11. Reimbursement of Expenses**

Reimbursement of telephone, entertainment, travelling and all other expenses incurred for the business of the Company, as per Company policy & rules.

**12. Variable Pay:**

Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time.

**13. Others**

Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may from time to time decide.

The terms and conditions as stated above may be altered/varied from time to time by the Board of Directors if it deems fit in accordance with the provisions of section 197 and Schedule V of the Companies Act, 2013 and all other applicable laws, subject to the ratification of such variation by the members in the next general meeting

Where in any year, the Company has no profits or its profits are inadequate, the total remuneration payable to the directors shall be limited to the ceiling limit stated under Schedule V annexed to the Companies Act, 2013.

Your Directors recommend the proposed Special resolution for your approval. Further, none of the Directors except Shri Ashok Kumar Agarwal, Chairman & Managing Director, Shri Ankit Agrawal, Whole Time Director and Mrs. Neha Agarwal, Executive Director are interested in the resolution.

**By order of the Board  
For RMC Switchgears Limited**

Sd/-  
**Ashok Kumar Agarwal**  
Chairman & Managing Director  
DIN: 00793152

**Date: 19.02.2019**  
**Place: Jaipur**



**ANNEXURE A:**

Statement provided pursuant to the provisions of Regulation 36 of SEBI (LODR) Regulations, 2015 read with Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India:

**Profile of Directors Seeking re-appointment**

<b>Name</b>	<b>Mr. Ashok Kumar Agrawal</b>	<b>Mr. Ankit Agrawal</b>	<b>Mrs. Neha Agrawal</b>
<b>Date of Birth</b>	28.06.1956	09.03.1982	05.10.1982
<b>Date of Appointment as Director</b>	23.08.1994	20.11.2008	28.06.2016
<b>Qualifications</b>	Graduate	Graduate	Graduate
<b>Expertise in specific functional Area</b>	Mr. Ashok Kumar Agarwal, aged 63 years, has been on Board since the inception of the Company and currently holding the position as Chairman cum Managing Director and is one of the Promoters of our Company. He has an overall experience of around 40 years out of which 20 years in the field of Electrical Industry. He is instrumental in taking major policy decisions of the Company. He is playing a vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the Business of our Company.	Mr. Ankit Agrawal, aged 37 years is the Whole Time Director of our Company. He has 20 years of rich experience in the field of Electrical Industry. He is entrusted with the responsibility to look after the Marketing and Production Department of our Company. He has been instrumental in establishing the quality assurance standard for the Company. He is providing his learned guidance and mentoring the Senior Management of our Company to execute and implement the future growth strategy.	Mrs. Neha Agrawal, aged 35 years is associated with the Company from 2016 as Director. She holds the degree of Bachelor of Business Administration from Eastern Institute for Integrated Learning in Management and has an overall experience of 3 Years in the electrical Industry. She currently looks after the overall administration of the Company.
<b>Directorship held in other Companies (Excluding foreign companies and Section 8 Companies)</b>	One (1) Explora IOT Solution Private Limited	One (1) Explora IOT Solution Private Limited	Nil
<b>Memberships/Chairmanships of Committees of other Public Companies</b>	Nil	Nil	Nil
<b>Number of shares held in the company</b>	610880	569880	420000
<b>Relationship between Directors inter-se</b>	Father of Ankit Agrawal (Whole Time Director), and Father in Law of Neha Agrawal (Executive Director).	Son of Ashok Kumar Agarwal (Managing Director), and Spouse of Neha Agrawal (Executive Director).	Spouse of Ankit Agrawal (Whole Time Director), and Daughter in Law of Ashok Kumar Agarwal (Managing Director).

**By order of the Board  
For RMC Switchgears Limited**

**Sd/-  
Ashok Kumar Agrawal  
Chairman & Managing Director  
DIN: 00793152**

**Date: 19.02.2019  
Place: Jaipur**

**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: L25111RJ1994PLC008698

Name of the Company: RMC Switchgears Limited

Registered office: 7 Km. from Chaksu, Khotkawda Road,  
Village Badodiya, Tehsil Chaksu, Tonk Road, Jaipur-303901, Rajasthan

Name of the Member(s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Folio No/DP ID-Client ID: \_\_\_\_\_

I/We being the Member(s), holding \_\_\_\_\_ of the above named company, hereby appoint:

1	Name Address Email id	Signature
2	Name Address Email id	Signature
3	Name Address Email id	Signature

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 to be held on Monday, the 25<sup>th</sup> March, 2019 at 1:00 P.M. at registered office of the Company situated at 7 Km. From Chaksu, Khotkawda Road, Village Badodiya, Tehsil Chaksu, Tonk Road, Jaipur Rajasthan 303901 India and adjournment thereof in respect of such resolutions as are indicated below:

Affix  
Revenue  
Stamp

**Special Business:**

1. Re-Appointment of Mr. Ashok Kumar Agarwal as Managing Director of the Company.
2. Re-Appointment of Mr. Ankit Agarwal as Whole Time Director of the Company.
3. Re-appointment of Mrs. Neha Agrawal as Executive Director of the Company.

Signature of Shareholder: \_\_\_\_\_ Signature of Proxy Holder(s): \_\_\_\_\_

**Note:** 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.

**Form No. MGT-12****Polling Paper**

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company		RMC Switchgears Limited		
Registered Office		CIN: L25111RJ1994PLC008698 Regd. Office: 7 Km. From Chaksu, Khotkawda Road, Village Badodiya, Tehsil Chaksu, Tonk Road, Jaipur Rajasthan 303901 India Corporate Office: B-11 (B&C), Malviya Industrial Area, Jaipur-302017 Tel +91 0141-4031516, 4400222 Website: <a href="http://www.rmcindia.in">www.rmcindia.in</a> E-mail: <a href="mailto:info@rmcindia.in">info@rmcindia.in</a> , <a href="mailto:cs@rmcindia.in">cs@rmcindia.in</a>		
<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>		
1	Name of the First Named Shareholder ( In Block Letter)			
2	Postal Address			
3	Registered Folio No./ Client ID No. (* Applicable to investors holding shares in dematerialized form)			
4	Class of Share	Equity Shares		
I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner.				
<b>No.</b>	<b>Item No.</b>	<b>No. of shares held by me</b>	<b>I Assent to the Resolution</b>	<b>I Dissent to the Resolution</b>
<b>SPECIAL BUSINESS:</b>				
1.	Re-Appointment of Mr. Ashok Kumar Agarwal as Managing Director of the Company			
2.	Re-Appointment of Mr. Ankit Agarwal as Whole Time Director of the Company.			
3.	Re-appointment of Mrs. Neha Agrawal as Executive Director of the Company			
Date:				
Place:				
(Signature of the Shareholder)				

## ATTENDANCE SLIP

Name of the Member(s):

Registered address:

E-mail ID:

Folio No/DP ID-Client ID:

Number of Shares held:

**I/We certify that I am a member / proxy of the Company.**

I hereby record my presence at the Extra Ordinary General Meeting to be held on Monday, 25th March, 2019 at 1:00 P.M.

\_\_\_\_\_  
Name of the Member / Proxy

(In Block Letters)

\_\_\_\_\_  
Signature of the Member / Proxy

**Note:** Please fill this attendance slip and hand it over at the entrance of the meeting hall.

## ROUTE MAP

