



K I C METALIKS LIMITED

(CIN : L01409WB1986PLC041169)

Regd Office : "Sir RNM House", 3B, Lal Bazar Street,

4th Floor, Room No. 2, Kolkata - 700 001, West Bengal, India; **Ph :** + 91-33-3068 8681/ 8683

E-mail : info@kicmetaliks.com; **Website :** www.kicmetaliks.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTIETH ANNUAL GENERAL MEETING of the shareholders of **K I C METALIKS LIMITED** will be held on Thursday, 21st September, 2017 at 10.00 a.m. at "Rotary Sadan" (Shripati Singhanian Hall), 94/2, Chowringhee Road, Kolkata 700 020, West Bengal, India to transact the following business :

AS ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, together with the Report of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Radhey Shyam Jalan (DIN: 00578800) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Statutory Auditors of the Company and fix their remuneration.

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 'the Act' and The Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. B. N. Agrawal & Co. Chartered Accountants (Firm Registration No. 320312E), be and is hereby appointed as Auditors of the Company in place of the retiring auditors M/s. Agarwal Maheshwari & Co., Chartered Accountants (Firm Registration No. 314030E), to hold office from the conclusion of this Annual General Meeting 'AGM' till the conclusion of the Thirty Fifth (35th) AGM to be held in 2022 (subject to ratification of their appointment at every AGM), at such remuneration including applicable taxes and out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company 'Board' and the Auditors."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution."

AS SPECIAL BUSINESS :

4. **Re-appointment of Mr. Radhey Shyam Jalan (DIN: 00578800) as the Managing Director of the Company and approval of the overall remuneration payable to him**

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

Resolution :

"RESOLVED THAT pursuant to provisions of Section 196, 197 (read with Schedule V), 198 and other applicable provisions, if any of the Companies Act, 2013, 'the Act' (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Rule 7 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time and subject to the approval of the shareholders, Mr. Radhey Shyam Jalan (DIN No. 00578800) be and hereby is re-appointed as the Managing Director of the Company for a period of three years w.e.f. 4th November, 2016 on the following terms and conditions :

1. Remuneration

a) Salary :

i. Basic Salary :	₹ 2,25,000.00 p.m.
ii. House Rent Allowance :	₹ 75,000.00 p.m.
Total	<u>₹ 3,00,000.00 p.m.</u>

b) Commission :

Commission on Net Profits – At the discretion of the Board of Directors 'Board' and as recommended by the Nomination and Remuneration Committee every year and the amount determined shall be subject to the :

- availability of net profits of the Company in a particular year; and
- limits laid down in Section 197 of the Act.

c) Perquisites and Allowances :

Perquisites (evaluated as per Income Tax Rules, wherever applicable and actual cost to the Company in other case) such as accommodation, provision for gas, electricity, water and furnishings, medical reimbursement, leave and leave travel concession, fees of clubs, premium in respect of personal accident policies, provision of car for use on Company's business, telephone at residence, encashment of leave at the end of tenure, ex-gratia, bonus and incentives and other benefits, in accordance with the schemes and rules of the Company for its staff, as applicable from time to time. Perquisites should be allowed in addition to the salary as but within the overall limit, if any, prescribed under Schedule V of the Act, as amended from time to time.

Explanation :

Company's Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.

Gratuity payable as per rules of the Company and encashment of leave as per Company's policy shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

d) Sitting Fees :

The Managing Director shall not be paid any sitting fees for attending the meeting of the Board or Committee thereof from the date of his appointment.

2. Duties and Powers

a) The Managing Director shall not, during the period of his employment and without the previous consent in writing of the Board, engage or indulge himself either directly or indirectly in the business or affairs of any other person, firm, Company, body corporate or in any undertaking or business of a nature similar to or competing with the Company's business and further, shall not, in any manner, whether directly or indirectly use, apply or utilize his knowledge or experience for or in the interest of any such person, firm Company, or body corporate as aforesaid or any such competing undertaking or business as aforesaid.

b) The Managing Director shall not, during the continuance of his employment with the Company, divulge or disclose to any person, firm, Company or body corporate whomsoever or make any use whatever for his own or for whatever purpose, of any confidential information or knowledge obtained by him during his employment as to the business or affairs of the Company or as to any trade secrets or secret processes of the Company and the Managing Director shall, during the continuance of his employment hereunder, also use his best endeavours to prevent any other person, firm, Company or body corporate concerned from doing so.

c) The Managing Director shall, from time to time, during his employment hereunder fully disclose to the Company the progress of investigations and of any discoveries he may make himself or in conjunction with other officials or non-officials with regard to any improvement, invention or discovery arising out of or in connection with the said employment, he shall forthwith disclose to the Company a full and complete description of the nature of said improvement, invention or discovery and the mode of performing the same.

3. Termination of employment

a) Either party shall terminate this agreement by giving to the other advance notice of three months, provided that the Company may waive the notice by giving in cash the remuneration for three months which the Managing Director would have received had he remained in office for the said three months.

b) The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice:

- i. if the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or effecting the business of the Company or any subsidiary or associated company to which he is required by the Agreement to render services; or
- ii. in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by the Managing Director of any of the stipulation contained in the Agreement; or
- iii. in the event the Board expresses its loss of confidence in the Managing Director.

c) Termination due to physical/mental incapacity :

In the event the Managing Director is not in the position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.

4. Resignation from Directorship

Upon the termination by whatever means of his employment under the Agreement:

a) The Managing Director shall immediately tender his resignation from office as a Director of the Company and from such other offices held by him in any subsidiaries and associated companies without claim for compensation for loss of office and in the event of his failure to do so the Company is hereby irrevocably authorize to appoint some person in his name and on his behalf to sign and deliver such resignation or resignations to the Company and to each of the subsidiaries and associated companies of which the Managing Director is at the material time a Director or other officer.

b) The Managing Director shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the subsidiaries and associated companies.

"RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company shall pay Mr. Radhey Shyam

Jalan, the remuneration by way of salary, perquisites, commission or any other allowances as specified above and in accordance with the limits specified under the Act or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to alter and vary any of the terms and conditions of appointment including remuneration as may be agreed to by the Board and Mr. Radhey Shyam Jalan, subject to the provisions of Schedule V and other applicable provisions (including any amendment thereof) if any, of the Act and such other approval as may be necessary.”

“**RESOLVED FURTHER THAT** all the Directors and Company Secretary of the Company be and are hereby severally authorized to file the necessary information with Registrar of Companies, West Bengal in requisite forms and do all necessary deeds as may be required to give effect to such resolution.”

5. **Ratification of the remuneration of the Cost Auditors of the Company for the financial year 2017-18**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 25,000 plus applicable taxes and out-of-pocket expenses incurred in connection with the audit, payable to M/s. Patangi & Co., Cost Accountants, (Firm Registration No. 101919), who were appointed by the Board of Directors as Cost Auditors of the Company to audit the cost records of the Company for the financial year ending 31st March, 2018.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to this resolution.”

Registered Office :
“Sir RNM House”,
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700 001
West Bengal, India

By Order of the Board
For **K I C Metaliks Limited**

Ruchika Fogla
Company Secretary

Dated : The 25th day of August, 2017 (Membership No. A23339)

IMPORTANT NOTES :

1. **A SHAREHOLDER 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/HERSELF AND THE PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY.** Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of companies, societies, partnership firms etc. must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nominating organization.

Shareholders are requested to note that a person can act as a proxy on behalf of shareholders not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a shareholder holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Proxy holder shall prove his/her identity at the time of attending the Meeting.

3. Only bonafide shareholders of the Company whose names appear on the Register of Shareholders/ Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-shareholders from attending the Meeting.

4. **Shareholders are requested to bring their copies of Annual Report to the Meeting.** They are also requested to produce the enclosed attendance slip duly filled and signed as per the specimen signature recorded with the Company/Depository Participant for admission to the Meeting Hall.

5. Shareholders, who hold shares in de-materialised form, are requested to bring their Client I.D. and DP I.D. Nos. for easier identification of attendance at the Meeting.

6. 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.

7. **Updation of Members' Details:**

The format of the Register of shareholders prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrar and Transfer Agent (RTA) to record additional details of shareholders, including their PAN details, email address, bank details for payment of dividend, etc. shareholders holding shares in physical form are requested to submit the details to the Company or its RTA. Shareholders holding shares in electronic form are requested to submit the details to their respective Depository Participant.

8. In terms of the provisions of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. Shareholders holding shares in physical form and desirous of availing the above facility are advised to submit their Nominations in Form SH-13 prescribed under Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, which may be obtained from the Company's RTA and is also available at the Company's website at <http://kicmetaliks.com/wp-content/uploads/2016/02/Nomination-Form-SH-13.pdf>. However, in case of demat holdings; the shareholders should approach to their respective Depository Participant(s) for making nominations.
9. The SEBI has vide Circular no. MRD/DoP/Cir-05/2009 dated 20th May, 2009 mandated the submission of PAN (Permanent Account Number) by every participant in the security market. Shareholders holding shares in electronic form/physical form are therefore, requested to submit their PAN to the Company or its RTA.
10. Pursuant to Section 101 and 136 of the Companies Act, 2013 read with the relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those shareholders who have registered their e-mail address either with the Company or with the Depository participant. Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication(s) including Annual Report, Notices, Circulars, etc. from the Company electronically.
11. The Annual Report 2016-17 is being sent through electronic mode only to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s), unless any shareholder has requested for a physical copy of the same. For the shareholders who have not registered their e-mail addresses, physical copies of the Annual Report 2016-17 are being sent by the permitted mode.
12. Electronic copy of the Notice of the Meeting *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the shareholders whose e-mail IDs are registered with the Company/Depository Participant(s) for communication purposes unless any shareholder has requested for a hard copy of the same. For shareholders who have not registered their e-mail address, physical copies of the Notice of the Meeting indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
13. A shareholder desirous of getting any information on the accounts or operations of the Company or on share related matter is requested to forward his/her query(ies) to the Company at least 10 (Ten) days prior to the Meeting to enable the management to keep the required information readily available at the Meeting.
14. **The Register of Shareholders and the Share Transfer Books of the Company will remain closed from 15th September, 2017 to 21st September, 2017 (both days inclusive).**
15. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item Nos.3 to 5 above is annexed hereto. The relevant details of the Directors seeking re-appointment/appointment under Item No.4, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 'SEBI (LODR) Regulations, 2015' and as required under Secretarial Standards - 2 on General Meetings issued by The Institute of Company Secretaries of India, are also annexed.
16. Shareholders who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the RTA, M/s. S. K. Infosolutions Pvt. Ltd. for consolidation into a single folio.
17. The route map of the venue of the Meeting is given in this Notice of Annual General Meeting.
18. **Voting through electronic means**
 - i. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide the shareholders, the facility to exercise their right to vote on resolutions proposed to be considered at the Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - ii. The remote e-voting period will commence at **9.00 a.m. on Monday, 18th September, 2017** and will end at **5.00 p.m. on Wednesday, 20th September, 2017**. During this period shareholder of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **14th September, 2017**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she shall not be allowed to change it subsequently.
 - iii. The facility for voting through ballot paper shall be made available at the Meeting and the shareholders attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Meeting through ballot paper.

- iv. The shareholders who have cast their vote by remote e-voting prior to the Meeting may also attend the same but shall not be entitled to cast their vote again.
- v. Shareholders can opt for only one mode of voting, i.e. either by e-voting or voting at Meeting. In case shareholders cast their votes through both the modes, voting done by e-voting shall prevail and votes cast at Meeting shall be treated as invalid.

The procedure and instructions for shareholders for remote e-voting are as under:

1. In case of shareholders receiving e-mail from NSDL (for those shareholders whose e-mail addresses are registered with Company/Depositories) :

- a. Open e-mail and open PDF file viz. "remote E-Voting.pdf" with your client ID or Folio No. as password, containing your user ID and password for remote e-voting. Please note that the password provided is an initial password.
- b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>.
- c. Click on Shareholder-Login.
- d. Put user ID and password as initial password noted in step (i) above. Click Login.
- e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- g. Select "EVEN" of "K I C Metaliks Limited".
- h. Now you are ready for remote e-voting as Cast Vote page opens.
- i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- j. Upon confirmation, the message "Vote cast successfully" will be displayed.
- k. Once you have voted on the resolution, you will not be allowed to modify your vote.
- l. Institutional shareholders (i.e. other than individuals, HUF, NRI's etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through

e-mail at kic.scrutinizer@gmail.com or evoting@kicmetaliks.com with a copy marked to evoting@nsdl.co.in.

2. In case of shareholders receiving Physical copy of Notice of the Meeting (for shareholder whose e-mail IDs are not registered with the Company/Depository Participant(s) or requesting physical copy)

- a. Initial password is provided in the Attendance Slip for the Meeting.
- b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
- vi. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and remote e-voting user manual for shareholders available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- vii. If you are already registered with NSDL for "remote e-voting" then you can use your existing user ID and password/PIN for casting your vote.
- viii. The Company has appointed **Mrs. Alpana Agarwal (ACS-36445)** Practising Company Secretary of 10, Seth Parshu Ram Bajaj Road, Block B, Flat No. 206, Liluah, Howrah 711204, West Bengal, India as the Scrutinizer for conducting the entire process including e-voting in a fair and transparent manner.
- ix. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- x. The voting rights of shareholder shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **14th September, 2017**.

Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. **14th September, 2017**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the RTA, M/s. S.K.Infosolutions Pvt. Ltd. at skcdilip@gmail.com.

However, if you are already registered with NSDL for "remote e-voting" then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no: 1800-222-990.

- xi. A person, whose name is recorded in the register of shareholders or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of "remote

- e-voting” or voting at the Meeting through ballot paper.
- xii. The Chairman shall, at the Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those shareholders who are present at the Meeting but have not cast their votes by availing the “remote e-voting” facility.
- xiii. The Scrutinizer shall after the conclusion of voting at the Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through “remote e-voting” in the presence of at least two witnesses not in the employment of the Company and shall submit, not later than three days of the conclusion of the Meeting, a consolidated scrutinizer’s report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.kicmetaliks.com and on the website of NSDL www.evoting.nsdl.com immediately after the declaration of results by the Chairman or a person authorized by him in writing and will also be communicated to the BSE Limited, where the shares of the Company are listed.
- xiv. Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of the Meeting i.e. **21st September, 2017.**
19. Shareholders may also note that the Notice of the Meeting and the Annual Report 2016-17 will be available on the Company’s website, www.kicmetaliks.com. The physical copies of the Annual Report 2016-17, Notice of the Meeting and all documents referred to in the Notice and the Statement under Section 102(1) of the Companies Act, 2013 shall be open for inspection at the Registered Office of the Company on all working days during working hours except Sundays and Public Holidays up to the date of Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Ordinary/Special Business mentioned in the accompanying Notice:

ITEM NO. 3

Though not mandatory, this statement is provided for reference

M/s. Agarwal Maheshwari & Co., Chartered Accountants, Kolkata (ICAI Firm Registration No. 314030E) have been the first Auditors of the Company and have completed two terms of 5 consecutive years in the Company. Pursuant to Section 139 of the Companies Act, 2013 ‘the Act’, and the Rules made thereunder, it is mandatory to rotate the Statutory Auditors on completion of two terms of five consecutive years and as per second proviso to Section 139(2) of the Act, a transition period of three years from the commencement of the Act i.e. 1st April, 2014, is provided to appoint a new auditor when the existing auditor’s firm has completed two terms of five consecutive years.

In terms of their appointment made at the 27th Annual General Meeting held on 9th September, 2014, they are holding office of the auditors up to the conclusion of the 30th Annual General Meeting and hence, would retire at the conclusion of the forthcoming 30th Annual General Meeting. Accordingly, as per the said requirements of the Act, M/s. B. N. Agrawal & Co., Chartered Accountants are proposed to be appointed as Statutory Auditors of the Company for a period of 5 years, commencing from the conclusion of 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting, subject to ratification by Shareholders every year, as may be applicable.

M/s. B. N. Agrawal & Co., Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3) (g) of the Act. They have further confirmed that they are not disqualified to be appointed as Statutory Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

None of the Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 3 of the Notice. The Board recommends the resolution set forth in item No. 3 of the Notice for approval of the shareholders.

ITEM NO. 4:

Re-appointment of Mr. Radhey Shyam Jalan as Chairman and Managing Director

Mr. Radhey Shyam Jalan ‘Mr. Jalan’, (DIN : 00578800), during his term as Chairman and Managing Director of the Company had done his best for all round development and growth of the Company resulting in the turnaround of the organisation. Therefore, on recommendation of the Nomination and Remuneration Committee, the Board, at their meeting held on 4th November, 2016, re-appointed Mr. Jalan as the Chairman and Managing Director of the Company for a further period of three years from 4th November, 2016 to 3rd November, 2019, subject to the approval of

the shareholders of the Company on the terms and conditions and remuneration as set out in the resolution.

Mr. Jalan joined K I C Metaliks Limited on 16th January, 2009 as Director. He was appointed as Chairman and Managing Director of the Company with effect from 30th January, 2010. As Managing Director, Mr. Jalan exercises substantial powers of management over the Company, subject to the superintendence, control and directions by the Board of Directors.

Mr. Jalan, born on 23rd June, 1980 and aged about 38 years, is a B.Com (Honours) graduate and a Chartered Accountant. With an experience of over ten years in Business Administration, he has been able to establish a niche for the Company in the business world and his re-appointment will contribute further to the growth of the Company. He is also a Director on the Board of Karni Syntex Pvt. Ltd. He has attended four out of four meetings of the Board held in financial year 2016-17. He holds membership in the Audit Committee of K I C Metaliks Limited. Mr. Jalan does not hold any Equity Shares in the Company. His last drawn remuneration was ₹ 18 lakhs.

The draft of the Agreement, proposed to be entered into between Company and Mr. Jalan is open for inspection at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days except Saturday up to the date of the Annual General Meeting.

Except Mr. Jalan, none of the Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 4 of

the Notice. The Board recommends the resolution set forth in item No. 4 of the Notice for approval of the shareholders.

ITEM NO. 5:

Ratification of remuneration of M/s. Patangi & Co., Cost Auditors

The Board on the recommendation of the Audit Committee has approved the appointment of M/s. Patangi & Co., Cost Auditors to audit cost records of the Company for the financial year ending 31st March, 2018 at a remuneration of ₹ 25,000/-, excluding applicable taxes and out of pocket expenses.

As per Section 148 of the Act, the remuneration payable as above is to be ratified by the shareholders. Accordingly, the consent of the shareholders is sought for passing the said resolution.

None of the Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 5 of the Notice. The Board recommends the resolution set forth in item No. 5 of the Notice for approval of the shareholders.

Registered Office :

“Sir RNM House”,
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700 001
West Bengal, India

Dated : The 25th day of August, 2017

By Order of the Board
For **K I C Metaliks Limited**

Ruchika Fogla
Company Secretary

(Membership No. A23339)

Route Map

