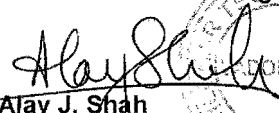
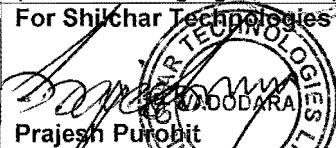
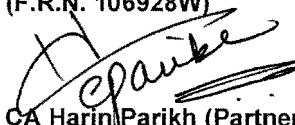

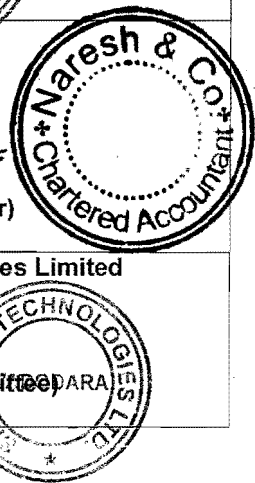


**FORM A**

**ANNUAL AUDIT REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2015**

1.	Name of the Company	:	Shilchar Technologies Limited  Scrip Code / Symbol :  BSE: 531201
2.	Annual Financial Statements for the year ended	:	31 <sup>ST</sup> March, 2015 (2014-2015)
3.	Type of Audit Observation	:	Unqualified
4.	Frequency of Observation a. Whether appeared first time b. Repetitive c. Since how long period	:	Not Applicable : --- : --- : ---
5.	To be signed by	:	
	CEO / Managing Director	:	For Shilchar Technologies Limited   Alay J. Shah (CEO & Managing Director)
	CFO	:	For Shilchar Technologies Limited   Prajesh Purohit CFO
	Auditor of the Company	:	For Naresh & Co. Chartered Accountants (F.R.N. 106928W)   CA Harin Parikh (Partner) Membership No.107606
	Audit Committee Chairman	:	For Shilchar Technologies Limited   Mukesh D. Patel (Chairman—Audit Committee)





**ANNUAL REPORT 2014-2015**

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**SHILCHAR  
TECHNOLOGIES LIMITED**



## Corporate Information

### BOARD OF DIRECTORS

Mr. Jitendra C. Shah	Chairman & Director
Mr. Alay J. Shah	Managing Director
Mr. Ashesh J. Shah	Director
Mr. O. P. Khanna	Director
Mr. Mukesh D. Patel	Director
Mr. Jahangir H. Parabia	Director
Mrs. Reshma Patel	Director

Mr. Prajesh K. Purohit Compliance Officer & CFO

### BANKERS

Bank of Baroda

### AUDITORS

Naresh & Company  
Chartered Accountants  
2<sup>nd</sup> Floor, Citi Enclave  
Opp. Polo Ground  
Vadodara - 390 001.

### REGISTERED OFFICE

Bil Road, Bil - 391 410  
Dist. Vadodara, (India)

### REGISTER & TRANSFER AGENT

MCS Share Transfer Agency Limited  
10, Aram Apartment,  
12, Sampatrao Colony,  
B/h. Laxmi Hall, Alkapuri,  
Vadodara - 390 007.

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**NOTICE**

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of Members of Shilchar Technologies Limited will be held at the Registered office of the Company at Bil Road, Bil- 391 410, District Vadodara, in the State of Gujarat on Friday, the 14th day of August, 2015 at 10 a.m. to transact the following business :

**Ordinary Business:**

1. To receive, consider and adopt the audited statement of Profit and Loss Account for the year ended 31<sup>st</sup> March, 2015 and audited Balance Sheet as at that date together with reports of the Directors and the Auditors thereon.
2. To declare a Dividend on equity shares of the Company for the financial year ended 31<sup>st</sup> March, 2015.
3. To appoint a Director in place of Mr. Jitendra C. Shah having Director Identification Number 00257348, who retires by rotation and being eligible, offers himself for re-appointment.

**4. Appointment of Statutory Auditors**

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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014, (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. Naresh & Co., Chartered Accountants, Vadodara having ICAI Firm Registration No.106928W, who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of Section 141 of the Act, and Rule 4 of the Rules, be and are hereby re-appointed as Statutory Auditors of the Company for the Company’s financial year 2015-16, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to service tax and reimbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company.”

**Special Business:**

5. **To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, and the Articles of Association of the Company, Mrs. Reshma Patel (holding DIN 00165162), who was appointed as Additional Director of the Company by the Board of Directors on 27.03.2015 and who holds office upto the date of this Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013 and in respect of whom a written Notice pursuant to Section 160 of the Companies Act, 2013, has been received from a member signifying his intention to propose Ms. Reshma Patel as a candidate for the office of Director of the Company, be and is hereby appointed as a Independent Director of the Company to hold office for five consecutive years from 27<sup>th</sup> March, 2015 to 26<sup>th</sup> March, 2020 whose period of office shall not be liable to determination by retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

6. **To consider and, if thought fit, to pass, with or without modification, the following resolution as an Special Resolution:**

“RESOLVED THAT pursuant to Section 14 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, the consent of the members be and is hereby accorded for adopting an entirely new set of regulations, in place of those now contained in the existing Articles and that Board of Directors of the Company be and are hereby severally authorized to do all such incidental matters for the purpose of implementing this resolution.”

By order of the Board of Directors  
For **SHILCHAR TECHNOLOGIES LIMITED**

Place: Bil, District Vadodara  
Date: 16.05.2015

**ALAY SHAH**  
**MANAGING DIRECTOR**  
**DIN: 00263538**



**Details of Directors seeking re-appointment at the forthcoming Annual General Meeting  
(Pursuant to Clause 49 of the Listing Agreement)**

<b>Name of Director</b>	Mr. Jitendra C. Shah
Date of Birth	16.09.1937
Date of Appointment	30.7.2003
Expertise in Specific Functional Area	Finance and Marketing
Qualifications	M.A.
Directors in other public limited companies	NIL
Other positions	NIL
Membership of committees in other public limited companies	NIL
Shares held in the company	100 Shares

**NOTES:**

1. The Register of members and Share Transfer Books of the Company will remain closed from Saturday, 8<sup>th</sup> day of **August, 2015 to Friday, 14<sup>th</sup> day of August, 2015** (both days inclusive) for annual closing and determining the entitlement of shareholders to the final dividend for 2015.
2. The Explanatory statement pursuant to Section 102 of the Companies Act, 2013, which sets out the details relating to the special business at the meeting, is annexed hereto.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. 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.**
4. The instrument appointing the proxy (duly completed, stamped and signed) must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
5. With effect from April 01, 2014, *inter-alia*, provisions of section 149 of Companies Act, 2013, has been brought into force. In terms of the said section read with section 152(6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors. Accordingly, Mr. Jitendra C. Shah, Non-Executive Chairman will retire at the ensuing annual general meeting and being eligible offers himself for re-appointment.
6. In terms of clause 49 of the listing agreement details of director retiring by rotation at the ensuing annual general meeting is given in annexure to this notice.
7. Statement as required under section 102 of the Companies Act, 2013, in respect of special business is annexed hereto.
8. Subject to the provisions of section 126 of the Companies Act, 2013, dividend as recommended by the Directors for the year ended 31<sup>st</sup> March, 2015, if declared, will be payable to those Members, whose names appear in the Register of Members as at the close of business on **14<sup>th</sup> day of August, 2015** and in respect of shares held in dematerialised form, as per the list of beneficial owners furnished to the Company by NSDL/CDSL, as at the close of business on 14<sup>th</sup> day of August, 2015. The dividend warrants will be posted on or about 12<sup>th</sup> September, 2015.
  - 8.1 *In respect of shares held in electronic/demat form, beneficial owners are requested to notify any change in their address, bank account, mandate, etc. to their respective Depository Participant.*
  - 8.2 *Members holding shares in physical form are requested to notify any change in their address, bank account, etc. to the Company or to the Registrar and Transfer Agent.*



8.3 *With a view to prevent fraudulent encashment of dividend warrants, Members holding shares in physical form are advised to furnish particulars of their bank account together with their 9 digit MICR code number for recording the same.*

9. During the year under review, the Company has appointed M/s. MCS Share Transfer Agent Limited as its Registrar and Transfer Agent (RTA) having their administrative office situated at 10 Aram Apartment, 12, Sampatrao Colony, B/h. Laxmi Hall, Alkapuri, Vadodara -390 007 in the State of Gujarat. The aforesaid RTA is handling registry work in respect of shares held both in physical form and in electronic/demats form. All requests for transfer of Equity Shares and allied matters along with the relevant transfer deeds and shares certificates should be sent either to the RTA or at the registered office of the Company.

10. Pursuant to sub-section (5) of Section 205A of the Companies Act, 1956, dividend for the financial year ended **31.03.2008** and thereafter, which remain unclaimed for a period of 7 years from the date of transfer of the same as referred to in sub-section (1) of Section 205A of the Companies Act, 1956, will be transferred to the Investor Education and Protection Fund of the Central Government established under sub-section (1) of Section 205C of the Companies Act, 1956 in month of September/ October, 2015. Members who have not yet encashed their warrant(s) are requested to make their claims to the Company without any delay.

Pursuant to the provisions of the Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 14<sup>th</sup> day of August, 2014 (date of last Annual General Meeting) on the website of the IEPF viz. ([www.iepf.gov.in](http://www.iepf.gov.in))

11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant.

12. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.

13. Members/Proxies/Representatives are requested to bring the attendance slip enclosed to the annual report /notice for attending the meeting.

14. Members are requested to intimate the Company of queries, if any, regarding these accounts / notice at least ten days before the Annual General Meeting to enable the Management to keep the information ready at the meeting.

15. Members are requested to note that in case of transfers, deletion of name of deceased shareholder, transmission and transposition of names in respect of shares held in physical form, submission of photocopy of PAN Card of transferee(s), surviving holder(s), legal heirs(s) and joint holder(s) respectively, along with necessary document at the time of lodgment of request for transfer/ transmission / transposition, is mandatory.

16. All documents referred to in the accompanying Notice and Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours (9.30 a.m. to 5.00 p.m.) and all working days except Sundays, upto and including the date of Annual General Meeting of the Company.

**17. E-Voting:**

The Company has provided remote e-voting (e-voting from a place other than venue of the AGM) facility through Central Depository Services (India) Limited, as an alternate, for all members of the Company to enable them to cast their votes electronically, on the resolutions mentioned in the Notice of the 29<sup>th</sup> General Meeting of the Company dated 14-08-2015 (the AGM Notice).

The facility for voting either through ~~electronic means system~~ or through ballot/polling paper shall also be made available at the venue of the 29<sup>th</sup> AGM. The members attending the meeting, who have not already cast their votes through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Mr. Hemang M. Mehta, Practising Company Secretary Vadodara, as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-Voting is optional. In terms of requirement of the Companies Act, 2013 and relevant Rules, the Company has fixed 7<sup>th</sup> day of August, 2015 as the 'Cut-off Date.



The remote e-voting/voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them on the Cut-off Date i.e. 7<sup>th</sup> day of August, 2015 only.

The instructions for shareholders voting electronically are as under:-

**In case of members receiving e-mail:**

- (i) The remote e-voting period begin on 11/08/2015 at (IST 10.00 a.m.) and ends on 13/08/2015 at (IST 5.00 p.m.). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 07/08/2015 may cast their votes electronically. The remote e-voting module shall be disabled by CDSL for voting after 5.00p.m (IST) on 13/08/2015.
- (ii) The shareholders should log on to the e-voting website: [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders" tab.
- (iv) Now, select the "COMPANY NAME" i.e. SHILCHAR TECHNOLOGIES LIMITED from the drop down menu and click on "SUBMIT"
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)- <ul style="list-style-type: none"> <li>● 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 last 8 digits of the demat account/folio number in the PAN field. <u>The Sequence Number is printed on Mailing Sticker.</u></li> <li>● In case the folio 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. E.g. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li> </ul>
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.- <ul style="list-style-type: none"> <li>● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (ii).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.





- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non-Individual Shareholder and Custodians
- Non-Individual Shareholder (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://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](mailto: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) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) The voting period begins on 11/08/2015 at (IST 10.00 a.m.) and ends on 13/08/2015 at (IST 5.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 07/08/2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**General:**

- (a) If you are already registered with CDSL for e-voting then you can use your existing user ID and password for casting your vote.
- (b) Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.
- (c) The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 07/08/2015 .
- (d) Mr. Hemang M. Mehta, Practising Company Secretary, Vadodara, has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (e) The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (f) The results shall be declared on or after the AGM of the Company. The e-voting results along with the scrutinizer's report shall be placed in the Company's website [www.shilchargroup.com](http://www.shilchargroup.com) and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.
- (g) Corporate members intending to send their authorized representative(s) 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.
- (h) In case of joint shareholders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- (i) Members opting to vote in physical form should send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, in the enclosed postage pre-paid self addressed envelope not later than 13/08/2015 (5.00 p.m. IST). Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
- Members have the option to request for a physical copy of the Ballot Form by sending an e-mail to [ppurohit@shilchargroup.com](mailto:ppurohit@shilchargroup.com) by mentioning their Folio No./DP ID and Client ID No. However, the duly completed Ballot Forms should reach the Scrutinizer not later than 13/08/2015 (5.00 p.m. IST).
- Ballot Forms received after this date will be treated as invalid.
- (j) A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his / her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.





**ANNEXURE TO THE NOTICE**

**Statement pursuant to section 102 of Companies Act, 2013, in respect of item nos. 5 to 10 of the Notice and details pursuant to clause 49 of the listing agreement:**

**Item no. 5**

The Board of Directors at their meeting held on 27.03.2015, appointed Ms. Reshma Patel as an Additional Director of the Company to take effect from 27.03.2015. Ms. Reshma Patel holds office upto the date of the forthcoming Annual General Meeting. Under Section 160 of the Companies Act, 2013, the Company has received requisite notice from a Member proposing the candidature of Ms. Reshma Patel for the office of Director.

Ms. Reshma Patel, aged 55 years, holds a degree in Print Production Management and Emerging Technologies from the Graphic Arts Technical Foundation, Pittsburgh, USA. She is presently working as the Chief Operating Officer at Light Publications since 1st October 2011. She had also worked in the position of Managing Director at Viramya Packlight Limited from 5th December 1985 to 30th September 2011. She is well averse of nitty-gritty of corporate matters.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Ms. Reshma Patel as an Independent Director. Accordingly, the Board recommends this resolution.

Except Ms. Reshma Patel no other Director or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item no. 5 of the Notice.

**Item no. 6**

As members are aware, the 57 years old Companies Act, 1956 has been replaced by New Companies Act, 2013 in a phase manner. The new Act is comprising of 470 Sections and divided into 29 Chapters. By rolling out almost 182 Sections; the substantive part of the New Companies Act, has been made effective from 01/04/2014 and the sections which mainly related to Merger, Amalgamation, Winding up and Liquidation will be notified in due course of time.

In the above situation, your directors have thought fit to align the existing Articles of Association of the Company with the provisions of the Companies Act, 2013 and accordingly, to adopt entirely new set of regulations, in place of those now contained in the existing Articles.

A draft copy of the altered Articles of Association, containing new regulations is circulated herewith for perusal of the members.

Yours Directors recommend passing of the resolution proposed at item number 6 of this AGM Notice as Special Resolution.

None of the directors of the Company are deemed to be concerned or interested in passing of this resolution.

By order of the Board of Directors  
For **SHILCHAR TECHNOLOGIES LIMITED**

Place: Bil, District Vadodara  
Date: 16.05.2015

**ALAY SHAH**  
**MANAGING DIRECTOR**  
**DIN: 00263538**



**SHILCHAR TECHNOLOGIES LIMITED**

**PROXY FORM**

CIN: L29308GJ1986PLC008387  
Regd. Office: Bil Road, Bil-391410, District: Vadodara (Gujarat)  
Tel +91 0265 - 2680466, Fax: 0265-2680611  
Website: www.shilchargroup.com  
E-mail: info@shilchargroup.com

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 29<sup>th</sup> Annual General Meeting to be held on 14-08-2015 at 10 a.m. at registered office of the Company situated at Bil Road, Bil- 391 410, District Vadodara and adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Business:**

1. Adoption of Financial Statements for the year ended 31.03.2015.
2. Approval of Dividend for the year ended 31.03.2015.
3. Re-appointment of Mr. Jitendra C. Shah who retires by rotation.
4. Appointment of M/s. Naresh & Co., Chartered Accountants, Vadodara as Auditors and fixing their remuneration.

**Special Business:**

5. Appointment of Ms. Reshma Patel, as an Independent Director of the Company.
6. Adoption of new set of Articles of Association in place of Existing Articles.

In this \_\_\_ day of \_\_\_\_\_, 2015

Signature of shareholder: \_\_\_\_\_ Signature of Proxy holder(s): \_\_\_\_\_

Note : This form in order to be effective should be duly completed and deposited at the Registered Office of the Company.



**From 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		<b>SHILCHER TECHNOLOGIES LIMITED</b>
Registered Office		CIN: L29308GJ1986PLC008387 Bil Road, Bil-391410, District: Vadodara (Gujarat) Tel +91 0265 - 2680466,, Fax: 0265-2680611 Website: www.shilchargroup.com E-mail: info@shilchargroup.com
Sr.No	Particulars	Details
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 / Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner.

No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent to the resolution
1	To receive, consider and adopt the Audited Financial Statement including Consolidated Financial Statement comprising the Balance Sheet as at March 31, 2015 and the Statement of Profit of Loss and Cash Flow for the year ended on that date together with Report of Directors and Auditors thereon (Ordinary Resolution)			
2	To declare dividend on the Equity Shares of the company (Ordinary Resolution)			
3	To appoint a Director in Place Mr. Jitendra C. Shah who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).			
4	To appoint M/s. Naresh & Co., Chartered Accountants as Auditors of the Company and authorize the Board of Directors to fix their remuneration (Ordinary Resolution)			
<b>SPECIAL BUSINESS:</b>				
5	To appoint Ms. Reshma Patel, who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting, as an Independent Director of the Company for five consecutive years upto the conclusion of 34 <sup>th</sup> Annual General Meeting of the Company in the calendar year 2020. <b>(Ordinary Resolution)</b>			
6	To adopt new set of Articles of Association in place of Existing Articles. <b>(Special Resolution)</b>			

Date:  
Place: Vadodara

(Signature of the Shareholder)



**SHILCHAR TECHNOLOGIES LIMITED**

CIN: L29308GJ1986PLC008387  
Regd. Office: Bil Road, Bil-391410, District: Vadodara (Gujarat)  
Tel +91 0265 - 2680466,, Fax: 0265-2680611  
website: [www.shilchargroup.com](http://www.shilchargroup.com)  
e-mail: [info@shilchargroup.com](mailto:info@shilchargroup.com)

**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 29<sup>th</sup> Annual general Meeting of the Company to be held at its registered office at 10.00 a.m. on Friday, 14th day of August, 2015.

\_\_\_\_\_

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

Signature of the Member / Proxy  
(In Block Letters)

Note: Please fill this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of Annual report 2014-15 for the meeting.

\_\_\_\_\_