



ELECTRONICA TUNGSTEN LIMITED

Registered Office: E-1, MIDC Malegaon, Sinnar, Dist. Nashik, 422113

Tel: +91 2551-230203 Fax: +91 2551-230204 Factory Mobile No.: 9822804205 Email: exim@toughcarb.com

NOTICE OF 32ND ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting of the members of the Company will be held on Thursday, 31st December, 2020 at the registered office of the Company at E1, MIDC, Malegaon, Sinnar, District Nashik – 422113 at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements as at the 31st March, 2020 and the Reports of Board of Directors and Auditors thereon.
- To declare dividend on Preference Shares as follows-

Sr. No	Rate of Dividend	Category of Shareholders
1	6.0%	Non-Cumulative, Non-Convertible Redeemable Preference Shares held by Public Shareholders
2	0.1%	Non-Cumulative, Non-Convertible Redeemable Preference Shares held by Promoter group
3	0.1%	Non-Cumulative, Non-Convertible Redeemable Preference Shares held by Promoter group (7500 Shares)

- To appoint a director in place of Mr. Achyut Nilkanth Chaskar (DIN: 00467920), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

- Regularization of Additional Director, Mrs. Priya Adwait Dharmadhikari (DIN: 02629790) as a director:

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

“RESOLVED THAT pursuant to the provisions of Sections 152 and any other applicable Provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Priya Adwait Dharmadhikari (DIN: 02629790), be and is hereby appointed as a director of the Company, liable to retire by rotation.”

**By the Order of Board of Directors,
For Electronica Tungsten Limited**

Adwait S. Dharmadhikari
Managing Director
DIN: 02042879

Date: 30.11.2020
Place: Pune

NOTES

- The company, on its application made for requesting an extension of time upto 31st December 2020 for the purpose of holding AGM, received an approval for the same by way of order of Registrar of Companies on 8 September 2020.
- A Member entitled to attend and vote at the general meeting may appoint a proxy to attend and on a poll to vote instead of himself and that a proxy need not be a Member.
- The instrument appointing proxy should be deposited at the registered office of the Company not less than forty eight hours before the commencement of the meeting.
- Explanatory Statement pursuant to the provisions of section 102(1) of the Companies Act 2013 relating to Special Business to be transacted at the Annual General Meeting in respect of Item No. 4 is attached with the Notice.
- Members desiring any clarification / information with regards to Financial Statements are requested to write to the company at an early date so that the information may be kept ready at the Annual General Meeting.
- Members are requested to bring their copy of Annual Report and Financial Statements at the meeting.
- Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting.
- Members are requested to intimate the change in Address if any to the company immediately for efficient communications.
- We hereby request all the shareholders to update their Email IDs for supply of Annual Reports, Notice of AGM and other communications from the Company. They are requested to register/ update their (i) Email IDs

with the Company by furnishing following information:

Sr. No.	Particulars	Details
1.	Name	
2.	Folio No.	
3.	E-mail Id	
4.	Mobile No.	
5.	Address	

Above details along with scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) should be sent to the company by email to cs@toughcarb.com/exim@toughcarb.com .

10. In terms of Section 108 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in 2015, the company having more than 1000 Shareholders shall provide e voting facility to the members of the Company.

The company has 10 Equity Shareholders and more than 1000 Preference Shareholders. At the Annual General Meeting only the Equity Shareholders are entitled to vote. Preference Shares holders may vote only if the dividend on preference shares is in arrears for a period of two years and with respect to matters which directly affect the rights of the preference shareholder. At this meeting, neither the preference dividend is in arrears nor is any resolution proposed, that would directly affect the rights of preference shareholders. Hence the persons entitled to vote at the meeting are the 10 Equity shareholders. Therefore, the company has not provided e-voting facility to the members.

11. With the aim of curbing fraud and manipulation risk in physical transfer of shares, MCA has notified Rule 9A of Companies (Prospectus and Allotment of Securities)

Rules, 2014 to permit transfer of shares of public companies only in the dematerialized form with a depository with effect from 2 October 2018. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization. The company has made available demat facility with CDSL and NSDL in respect of its shares. The details of ISIN Numbers are as follows-

Company Name	ISIN	Name Of the Instrument
Electronica Tungsten Limited	INE07QO01011	Equity Shares
Electronica Tungsten Limited	INE07QO04015	Preference Shares (Promoter Group)
Electronica Tungsten Limited	INE07QO04049	Preference Shares (Promoter Group)
Electronica Tungsten Limited	INE07QO04031	Preference Shares (Public)

The shareholders who wish to hold their shares in Demat mode they may contact their respective Depository Participants.

12. The Company has appointed Link Intime India Private Limited, C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai- 400083 as its Share Transfer Agent in respect of shares held in demat facility.

**By the Order of Board of Directors,
For Electronica Tungsten Limited**

Adwait S. Dharmadhikari
Managing Director
DIN: 02042879

Date: 30.11.2020
Place: Pune

Route Map to the Venue of Annual General Meeting





EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

4. Appointment of Mrs. Priya Adwait Dharmadhikari (DIN: 02629790) as a director:

The Board of directors of the Company has appointed Mrs. Priya Adwait Dharmadhikari as an Additional Director of the company at the meeting of Board held on August 31, 2020. Mrs. Priya Dharmadhikari holds office of the Director till the conclusion of Annual General Meeting.

In terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for appointment of Mrs. Priya Dharmadhikari as Director of the Company, liable to retire by rotation.

The board therefore recommends the resolution for the approval of members, by way of an ordinary resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mrs. Priya Dharmadhikari and Mr. Adwait Dharmadhikari are concerned or interested in the proposed resolution.

**By the Order of Board of Directors,
For Electronica Tungsten Limited**

Date: 30.11.2020
Place: Pune

Adwait S. Dharmadhikari
Managing Director
DIN: 02042879