

NOTICE

Notice is hereby given that the 69th Annual General Meeting of EVANS ELECTRIC LIMITED will be held through Video Conferencing on Wednesday, 30th September, 2020 at 11.00 a.m to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the Company comprising of the Balance Sheet of the Company as at 31st March, 2020, the Statement of Profit and Loss and the Cash flow Statement for the year ended on that date, read together with the notes thereon, the Report of the Directors along with the attachments and annexures thereto and the Report of the Auditors thereon.
2. To declare dividend of Rs. 2 /- for the financial year ended 31st March, 2020.

“RESOLVED THAT a dividend at the rate of Rs. 2/- per equity share of 10/- (Ten Rupees) each fully paid-up of the Company as recommended by the Board of Directors of the Company, out of the profits of the Company for the Financial year ended 31st March, 2020 along with the Interim Dividend at the rate of Re. 1/- paid by the Company for the Financial year ended 31st March, 2020 be confirmed and approved.

RESOLVED FURTHER THAT the dividend now approved for payment of Rs. 2/- per share be paid to the members whose name appears on the Register of Members as on the record date i.e Wednesday, September 23, 2020 subject to deduction of tax at source as applicable under the Income Tax Act, 1961.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to all acts, things and deeds as may be required to give effect to this resolution.”

3. To appoint a Director in the place of Mr. Ivor Desouza (DIN: 01502649), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 (‘the Act’) and who is not disqualified to become Director under the Act and, being eligible, offers himself for re-appointment.
4. To approve the Appointment of Auditors and fix their remuneration and in this regard, 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 139 read with The Companies[Audit and Auditors] Rules, 2014 and other applicable provisions [including any modification or re-enactment thereof] if any, of the Companies Act, 2013, M/s. Anay Gogte & Co., Chartered Accountants (Firm Reg. No. 100398W) be and is hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of

Seventy Third Annual General Meeting of the Company, to be held in the year 2024 at such remuneration plus applicable taxes, based on the recommendation of the Audit Committee, as may be mutually agreed upon.

FURTHER RESOLVED THAT any director of the Company be and is hereby authorized to do all such acts, things and deeds as may be deemed necessary to give effect to the above stated resolution.”

By Order of the Board
Sd/-

Mumbai,
Date-01/09/2020

NELSON FERNANDES
Managing Director
DIN: 01502649

Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. In the case of Corporate Member, it is requested to send a scanned copy of the Board Resolution/Authorization authorizing the representative to attend the AGM through VC / OAVM and vote on its behalf at the meeting. The said Resolution / Authorization shall be sent to the Company Secretary by email through its registered email address to cs@evanselectric.co.in
4. The Company has fixed Wednesday, 23rd September, 2020 as the ‘Record Date’ for determining entitlement of members to final dividend for the Financial Year ended March 31, 2020, if approved at the AGM. The Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2020 to 30th September, 2020, both days inclusive, for taking record of the Members of the Company for the purpose of AGM.
5. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their Depository Participants.
6. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants.
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 28th September, 2020 through email on cs@evanselectric.co.in. The same will be replied by the Company suitably.

9. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website at <https://www.evanselectric.co.in/>
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@evanselectric.co.in
11. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Link for the same is : <https://bluejeans.com/6380256048/0659>
12. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the depositories. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at 20%.
13. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. The aforesaid declarations and documents need to be submitted by the shareholders by the Record Date.
14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

- 1) Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM through Zoom application by clicking on the following link:

Link: <https://bluejeans.com/6380256048/0659>

Meeting ID: 638 025 604 8

Password: 0659

- 2) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
- 3) Members who need assistance before or during the AGM, can contact Mr. Rajkumar Keswani CFO at email id keswani@evanselectric.co.in / and CS Priyanka Shah at Email ID cs@evanselectric.co.in
- 4) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at cs@evanselectric.co.in from 27th September, 2020 (9:00 a.m. IST) to 29th September, 2020 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- 5) The Voting will be held by 'Show of hands'.

Information at a glance

Particulars	Details
Mode	Video conference and other audio-visual means
Time and date of AGM	11:00 A.M. (IST), Wednesday, 30 th September, 2020
Link for Participation through video-conferencing	https://bluejeans.com/6380256048/0659 Meeting ID: 638 025 604 8 Password: 0659
Helpline number for VC participation	8369658617
Book Closure Date	24 th September, 2020 – 30 th September, 2020
Record Date	23 rd September, 2020
Name, address and contact details of Registrar and Transfer Agent	Contact person: Mr. Jibu John Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp.Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai – 400059 Email id : jibu@bigshareonline.com Contact number: 7045030377