

RELICAB Cable Manufacturing Ltd.

PVC Wires / Cables & PVC Compounds



An ISO 9001:2008 Company

Mumbai Office : 207, Sahakar Bhavan, Kurla Inds. Estate, L.B.S. Marg, Ghatkopar (West),
Mumbai - 400086, India. Tel.: +91-22-25123967, +91-22-32573092
Fax : +91-22-2511 3552 Website : www.relicab.com
Email : relicab2000@yahoo.com, sales@relicab.com, investor.relicab@gmail.com

Regd. Office/Factory : 57/1(4B), Bhenslore Industrial Estate,
Village Dunetha, Nani Daman, Daman - 396210
Tel. Fax No.: +91-260-3255493
CIN No.: L27201DD2009PLC004670

Date: September 02, 2016

To,
The Deputy Manager
Corporate Relations Department,
Bombay Stock Exchange Limited
P.J.Towers, Dalal Street,
Mumbai 400001

Fax No: 2272 2061/41/39/37

Dear Sir,

Ref No: - Company Code No.-539760
Sub: Notice of Annual General Meeting.

We wish to inform you that the Seventh Annual General Meeting (AGM) of the Company will be held on Friday, 30th September 2016 at 1:30 P. M. at the Registered Office of the Company at 57/1,(4-b) Benslore Industrial Estate Dunetha, Daman - 396210 (U. T)

Accordingly, pursuant to Regulation 30 read with Schedule III (A) (12) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, Notice convening the Seventh AGM is enclosed for the information of the Exchange.

The Notice together with the Annual Report for the Financial Year 2015-16 is being sent to the shareholders in the permitted mode.

Pursuant to Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, we shall submit the Annual Report to the Stock Exchange within 21 days of it being approved and adopted in the Seventh AGM as per the provisions of the Companies Act, 2013.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For RELICAB CABLE MANUFACTURING LIMITED

A handwritten signature in blue ink, appearing to read 'T. Jadeja', is written over a circular stamp.

Tejendra Jadeja
Company Secretary



Encl: as below



NOTICE

NOTICE is hereby given that the Seventh Annual General Meeting of the Members of **Relicab Cable Manufacturing Limited** will be held on Friday, **30th September 2016 at 1.30 p.m.** at the Registered office of the Company (57/1,(4-b) Benslore Industrial Estate Dunetha, Daman - 396210 (U. T)) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance Sheet as at 31st March 2016, Profit and Loss Account (Statement of Profit and Loss) for the year ended on that date, Cash Flow Statement and the Notes together with the Reports of the Directors and Auditor thereon.
2. To appoint a Director in place of Mr. Parag Shah (DIN: 02485384) who retires by rotation under the applicable provisions of the Companies Act, 2013 and being eligible, offered himself for re-appointment
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
“RESOLVED THAT pursuant to Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), appointment of M/s. A. B. Modi & Associates, Chartered Accountants, Mumbai (Registration No. 104673W) who were appointed as Statutory Auditors of the Company to hold office until the conclusion of the ensuing Annual General Meeting, be and are hereby appointed as Statutory Auditors of the Company to hold office for the period of 5 (five) years from the conclusion of this Annual General Meeting until the conclusion of the 6th Annual General Meeting, to examine and audit the accounts of the Company for the financial year 2016-17, 2017-18, 2018-19, 2019-20 and 2020-21 at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors plus reimbursement of out of pocket expenses and applicable taxes.”

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolution**:
“RESOLVED THAT pursuant to Section 94(1) of the Companies Act, 2013, (‘the Act’), the registers required to be kept and maintained by a Company under Section 88 of the Act such as the Register of Members and Index of Members and other related documents including copies of the annual return filed under Section 92 of the Act, shall be kept at the premises of the Company’s Mumbai Office, at 207, Sahakar Bhavan, Kurla Inds. Estate, L.B.S. Marg, Ghatkopar (West), Mumbai-400086, Maharashtra.
RESOLVED FURTHER THAT the Register of Members and Index of Members and other related documents including copies of the annual return etc. shall be kept at the premises of the Company’s Mumbai Office so long as the Company does not pass any other resolution in this regard.”

**By Order of the Board of Directors
For Relicab Cable Manufacturing Limited**

**Suhir Shah
Managing Director & CFO
DIN- 02420617**

**Place: Mumbai
Date: August 30, 2016**

Registered Office:
57/1, (4-B) Benslore Industrial Estate
Dunetha, Daman - 396210 (U. T)
CIN: U27201DD2009PLC004670

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER 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. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other

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person or shareholder.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business is annexed hereto and forms part of the Notice.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 24th September 2016 to Friday, 30th September 2016 (both days inclusive)
4. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. A copy of the notice of the AGM along with the Annual Report is also available for download on the website of the Company www.relicab.com. To support the 'Green Initiative' members who have not registered their e-mail addresses are requested to register the same with the Company's registrar and transfer agents, M/s. Sharex Dynamic (India) Private Limited/Depositories.
5. 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.
6. Corporate Members intending to send their authorized representatives to attend the meeting pursuant to Section 113 are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
7. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in electronic forms are therefore, requested to submit their PAN to the Depository participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company/Registrar and Transfer Agent, M/s. Sharex Dynamic (India) Private Limited
8. All the Members are requested to
 - i. Intimate immediately any change in their address to Company's Registrar and Share Transfer Agent
M/s. Sharex Dynamic (India) Private Limited
Unit No.1, Luthra Industrial Premises,
Safed Pool Andheri Kurla Road,
Andheri East, Mumbai-400072
Tel. No.: 2851 5606/ 5644/ 6338, Fax No.: 28512885
Email: sharexindia@vsnl.com, Web: www.sharexindia.com
 - ii. Send all correspondence relating to transfer and transmission of shares to Registrar and Share Transfer Agent and not to the Company.
 - iii. Quote their Folio No./Client ID No. in their correspondence with the Registrar and Share Transfer Agent.
 - iv. Send their queries relating to accounts and operations of the Company at least 10 days in advance so that required information can be made available at the meeting.
 - v. Intimate Registrar And Share Transfer Agent M/s. Sharex Dynamic (India) Private Limited for consolidation of folios, in case having more than one folio.
 - vi. Bring their copies of annual report and attendance slip with them at the meeting.
 - vii. Members/Proxies should bring Entrance Pass duly filled for attending the meeting.
9. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days, except Sunday during business hours.
10. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered e-mail id, bank details, NECS, mandates, nominations, power of attorney etc. to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its Registrar and Share Transfer Agent M/s. Sharex Dynamic (India) Private Limited, to provide efficient and better service to the members. Members holding shares in physical form if any are requested to advice such changes to the Company's Registrar and Share Transfer Agent M/s. Sharex Dynamic (India) Private Limited.
11. Map of the venue of the AGM is given at the end of the Annual Report.

12. Voting through electronic mode:

- 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) 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 AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).
- The facility for voting through ballot paper shall be made available at the AGM and the members 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.
- The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- The remote e-voting period commences on 27th September, 2016 (9:00 am) and ends on 29th September, 2016 (5:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2016, 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 member, the member shall not be allowed to change it subsequently.
- The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)] :

- i. Open email and open PDF file viz; “Relicab remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting.

Please note that the password is an initial password.

- ii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- iii. Click on Shareholder – Login
- iv. Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- v. Password change menu appears. Change the password/PIN 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.
- vi. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- vii. Select “EVEN” of “RELICAB CABLE MANUFACTURING LIMITED”.
- viii. Now you are ready for remote e-voting as Cast Vote page opens.
- ix. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- x. Upon confirmation, the message “Vote cast successfully” will be displayed.
- xi. Once you have voted on the resolution, you will not be allowed to modify your vote.

Institutional shareholders (i.e. other than individuals, HUF, NRI 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 to swapneel@spassociates.co with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- i. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN

- ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - 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.
 - 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).
 - The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2016.
 - Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
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.
 - A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
 - A person, whose name is recorded in the register of members 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 as well as voting at the AGM through ballot paper.
 - M/s. Shah Patel & Associates, Practicing Company Secretaries, have been appointed as Scrutinizers to scrutinize the voting and remote e-voting process in a fair & transparent manner.
 - The Chairman shall, at the AGM, 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 members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - The Scrutinizer shall, after the conclusion of voting at the AGM, 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 within 48 hours of the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him / her in writing, who shall countersign the same and declare the result of the voting forthwith.
 - The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.relicab.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

13. The Company has listed its shares on the SME Platform of Bombay Stock Exchange Limited on March 22, 2016. The listing fees till date have been paid.

**By Order of the Board of Directors
For Relicab Cable Manufacturing Limited**

**Suhir Shah
Managing Director & CFO
DIN- 02420617**

**Place: Mumbai
Date: August 30, 2016**

**Registered Office:
57/1, (4-B) Benslore Industrial Estate
Dunetha, Daman - 396210 (U. T)
CIN: U27201DD2009PLC004670**

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013.

The following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 3 of the accompanying Notice dated 28th May, 2016.

Item No. 3:

M/s. D. K. Vora & Co., the Statutory Auditors had resigned from the office of the Statutory Auditors of the company w.e.f. April 18, 2016, due to their disqualification as per the SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015, as per Regulation 33(3) of the SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015, only an auditor who has subjected himself to the peer review process of the Institute of Chartered Accountants of India (ICAI) can issue audit/limited review report that need to be submitted to stock exchange on half yearly/annual basis. The Board of Directors of the Company had given M/s. D. K. Vora & Co., the Statutory Auditors of the Company a period of 15 days to go through the peer review process of the Institute of Chartered Accountants of India (ICAI) but instead they resigned from the office of the Statutory Auditors of the Company w.e.f. April 18, 2016.

Thereafter the Board of Directors of the Company at their meeting held on April 22, 2015 had appointed M/s. A. B. Modi & Associates as the Statutory Auditors of the Company to fill in the casual vacancy caused due to resignation of M/s. D. K. Vora & Co. and for conducting the audit for the year 2015-16. As M/s. A. B. Modi & Associates has been through the peer review process by the Institute of Chartered Accountants of India (ICAI) and they are eligible for conducting the audit for the year 2015-16, so the Board of Directors of the Company had appointed M/s. A. B. Modi & Associates for conducting the audit for the year 2015-16.

Thereafter the Members of the Company at their meeting held on July 21, 2016 had appointed M/s. A. B. Modi & Associates as the Statutory Auditors of the Company to fill in the casual vacancy, from the conclusion of Extra-ordinary General Meeting until the conclusion of the ensuing Annual General Meeting.

M/s. A. B. Modi & Associates have given their consent to be appointed as the Statutory Auditors of the Company. They have submitted a certificate in terms of the Rule 4 of the Companies (Audit and Auditors) Rules, 2014 and confirmed their eligibility for appointment in terms of the applicable provisions of the Companies Act, 2013, read with the applicable rules made under the Companies Act, 2013 (including any statutory modification(s) or reenactment thereof for the time being in force). They have also confirmed that they are not disqualified for appointment under the applicable provisions of the Companies Act, 2013.

M/s. A. B. Modi & Associates will hold office from the conclusion of this AGM till the conclusion of the sixth consecutive AGM (with the meeting wherein such appointment has been made being counted as the first meeting), subject to the ratification of the appointment by the members of the Company at every AGM after this AGM, at a remuneration as may be recommended by the Audit Committee and fixed by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of the audit.

Relevant documents are open for inspection at the Registered Office of the Company during business hours on any working day of the Company without payment of fee.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the notice. The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the notice for approval by the members.

Item No. 4:

Pursuant to Section 94(1) of the Companies Act, 2013, ('the Act') the registers required to be kept and maintained by a Company under section 88 of the Act, such as the Register of Members and Index of Members and other related documents including copies of the annual return filed under Section 92 of the Act shall be kept at the registered office of the Company.

Such registers or copies of annual return may also be kept at any other place in India if approved by a special resolution passed at a general meeting of the Company. Such or copies of annual return may also be kept at the Company's Mumbai Office at 207, Sahakar Bhavan, Kurla Inds. Estate, L.B.S. Marg, Ghatkopar (West), Mumbai-400086, Maharashtra.

Hence, the approval of the Members is sought in terms of Section 94 (1) of the Act, for keeping the aforementioned Registers and documents at the Company's Mumbai Office as stated in the resolution.

The Board of Directors recommends this resolution as a Special Resolution for the approval of the Members.

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None of the Directors and Key Managerial Personnel of the Company and / or their relatives is deemed to be concerned or interested in the resolution.

**By Order of the Board of Directors
For Relicab Cable Manufacturing Limited**

**Suhir Shah
Managing Director & CFO
DIN- 02420617**

**Place: Mumbai
Date: August 30, 2016**

Registered Office:
57/1, (4-B) Benslore Industrial Estate
Dunetha, Daman - 396210 (U. T)
CIN: U27201DD2009PLC004670

Particulars of the Directors seeking appointment / reappointment at the ensuing Annual General Meeting pursuant to regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Parag Shah, aged 53 years, is the Whole-time Director of the Company. He has been a Director in our Company since incorporation. He holds a bachelor's degree in Electronics from University of Mysore. He has over 25 years of experience in the Cable and Wire Industry.

Information required be furnishing under provisions of the Companies Act, 2013, Secretarial Standards and Regulation 36(3) of SEBI (LODR) Regulation, 2015, in respect of Director seeking to be appointed:

Particulars	Director
Name of the Director	Mr. Parag Shah (DIN 02485384)
Date of Birth	12/09/1962
Date of Appointment	February 23, 2009
Qualification	Bachelor's Degree in Electronics
Expertise in Specific Functional Area	Expertise in Manufacturing of Cable and Wires
Executive & Non Executive Director	Executive Director-Whole-time Director w.e.f. September 11, 2015
Promoter Group	Yes
Directorship held in India Public Companies as on March 31, 2016	NIL
Committee positions held in India Public Companies as on March 31, 2016	NIL
Number of Shares held in the Company	18,03,150 Shares (39.35%)