



AVON Ispat & Power Limited

(Formerly Avery Cycle Industries Limited)



REGD.OFFICE: G.T.ROAD, DHANDARI KALAN, LUDHIANA-141003, INDIA Tel.: 91-161-2511482 to 88 Fax: 2511489 & 90

CIN: U35921PB1968PLC002754

Email: info@avonispac.com

Website:www.avonispac.com

Notice of Annual General Meeting

Notice is hereby given that 49th **Annual General Meeting** of Members of **AVON ISPAT & POWER LIMITED(U35921PB1968PLC002754)** will be held at on Friday, the 29th day of September, 2017 at 11.00 a.m. at the Registered Office of the Company at G.T. Road, Dhandari Kalan, Ludhiana to transact the following business :-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 including Balance Sheet as at 31.03.2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended on 31st March, 2017 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of **Smt. Kamla Kumari Pahwa (DIN- 01057909)**, who retire 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, with or without modification, the following resolution as an **Ordinary Resolution** :

“**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions , if any of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory modification or re-enactments thereof for the time being in force, M/s. Kaushal Sareen and Associates, Chartered Accountants, (Firm Registration No. 014294N) who have offered themselves for appointment and have confirmed their eligibility under the relevant provisions of Companies Act, 2013 be and are hereby appointed as the Statutory Auditors of the Company, for a term of 5 (five) consecutive years starting from the conclusion of this 49th Annual General Meeting till the conclusion of 54th Annual General Meeting of the Company, subject to ratification by members to the said appointment at every Annual General Meeting to be held during the said term from this Annual General Meeting, at such remuneration as may be finalized by the Board of Directors of the Company.

SPECIAL BUSINESS

4. **Ratification of the remuneration of the Cost Auditors for the Financial Year 2017-18:**
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 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s R.M. Bansal & Co, Cost Accountants (Firm Registration No 000022) appointed by the board of directors as cost auditors of the company, to conduct the audit of the cost records of the company for the financial year ending 31st March 2018, be paid remuneration of Rs. 35000/- plus applicable taxes."

BY ORDER OF THE BOARD
For Avon Ispat & Power Limited

sd/-
(Harcharan Singh Pahwa)
Chairman & Managing Director
DIN : 00570167
33, Model Town
Ludhiana-140002

Place: Ludhiana

Date : 31st August, 2017

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON A POLL ONLY) INSTEAD OF HIMSELF/HERSEL AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXIES IN ORDER TO BE VALID MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS SENT HEREWITH.**
- 2. 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 CARRYING VOTING RIGHTS. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER 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 MEMBER.**
3. As per the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is available to the Members in respect of the shares held by them. Nomination form is attached.

4. The Registers maintained pursuant to provisions of Sections 170 & 189 of the Companies Act, 2013 and rules thereunder will be made available for inspection by Members of the Company at the Meeting.
5. All relevant documents referred to in the accompanying Notice are open for inspection by members at the Registered Office of the Company on all working days between 11.00a.m. and 3.00 p.m. prior to the date of Meeting.
6. **Members are requested to write to the Company at least 10 days before Annual General Meeting for obtaining any information as regards to Accounts/Queries on Annual Report, so that the same could be completed in advance.**

BY ORDER OF THE BOARD
For Avon Ispat & Power Limited

Sd/-
(Harcharan Singh Pahwa)
Chairman & Managing Director
DIN : 00570167
33, Model Town
Ludhiana-140002

Place: Ludhiana
Date : 31.08.2017

EXPLANATORY STATEMENT PURUSANT TO SECTION 102 OF THE COMPANIES ACT,2013)

Item No. 4

The Board of Directors of the Company, on the recommendations of the Audit Committee, approved the appointment of M/s R.M. Bansal & Co, Cost Accountants (Firm Registration No 000022), to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2018 at a fixed remuneration of Rs. 35,000/- plus applicable taxes. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Shareholders of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

BY ORDER OF THE BOARD
For Avon Ispat & Power Limited

Place: Ludhiana
Date : 31.08.2017

sd/-
(Harcharan Singh Pahwa)
Chairman & Managing Director
DIN : 00570167
33, Model Town
Ludhiana, Punjab-141003

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

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Registered office: G T ROAD, DHANDARI KALAN, LUDHIANA PUNJAB

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Name of the Member(s)	
Registered Address	
Email ID	
Folio No./Client ID	
DP ID	

I/We, being the member (s) of shares of the above named Company, hereby appoint:

Name: _____ Address: _____

Email ID: _____ Signature: _____,or failing him

Name: _____ Address: _____

Email ID: _____ Signature: _____,or failing him

Name: _____ Address: _____

Email ID: _____ Signature: _____,or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the company, to be held on the Friday, 29th day of September, 2017 at 11:00 a.m. at Registered Office of the Company at G T ROAD, DHANDARI KALAN LUDHIANA PUNJAB and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTIONS:-	
Ordinary Business	
1.	Adoption of Financial Statements for the Financial Year ended March 31, 2017
2.	Re-appointment of Smt Kamla Kumari as a Director liable to retire by rotation.
3.	To Appoint Statutory Auditors of the company and fix their remuneration
Special Business	
4.	Ratification of the remuneration of the Cost Auditors for Financial Year 2017-18

Signed this..... day of..... 20....

Affix
Revenue
Stamp
of RS 1

Signature of shareholder: _____ Signature of proxy holder(s): _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.

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ATTENDANCE SLIP

Members Folio No :
Client ID No :
DP ID No :
Name of the Member :
Name of the Proxy Holder :
No of Shares held :

I hereby record my presence at the Annual General Meeting of the Avon Ispat & Power Limited being held on Friday, 29th day of September, 2017 at 11:00 a.m at registered office of the Company at G T ROAD, DHANDARI KALAN, LUDHIANA PUNJAB.

(Signature of Member/Proxy)

NOTES: Shareholder/ Proxy is requested to bring the Attendance Slip duly signed for admission to the meeting hall.

VENUE OF ANNUAL GENERAL MEETING OF AVON ISPAT & POWER LTD.

