



CHEMCRUX ENTERPRISES LIMITED

CIN: L01110GJ1996PLC029329

Regd. Office: T-7, National Plaza, R.C. Dutt Road, Alkapuri, Vadodara - 390007
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NOTICE

NOTICE is hereby given that the Twenty First (21st) Annual General Meeting of Members of CHEMCRUX ENTERPRISES LIMITED (the Company) will be held on Friday, the 18th day of August, 2017 at 02:00 p.m at Baroda Rotary Club Service Centre, 62, Haribhakti Extension, Opp. ABS Tower, Old Padra Road, Vadodara, District Vadodara, in the State of Gujarat to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 including the Balance Sheet as at March 31, 2017 and the Statement of Profit of Loss and Cash Flow for the year ended on that date together with and the reports of the Board of Directors and Auditors thereon.
2. To declare a Dividend on equity shares of the Company for the financial year ended 31st March, 2017.
3. To Appoint Ms. Talati & Talati, Vadodara as Statutory Auditors in place of Ms. Naresh & Co., statutory auditor 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. Talati & Talati, Chartered Accountants, Vadodara having ICAI Firm Registration No. 110758W, who 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 appointed as Statutory Auditors of the Company for a term of one year from the conclusion of this Annual General Meeting till the conclusion of the 22nd Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company.”

4. To appoint a Director in place of Mr. Girish C. Shah (DIN: 00469291), who retires by rotation and being eligible, offers himself for re-appointment.

**By order of the Board of Directors
For CHEMCRUX ENTERPRISES LIMITED**

**Place: Vadodara
Date: 15.07.2017**

**Sd/-
Girish C. Shah
CHAIRMAN
DIN: 00469291**

NOTES:

1. The Register of members and Share Transfer Books of the Company will remain closed from 10/08/2017 to 18/08/2017 (both days inclusive) for annual closing and determining the entitlement of shareholders to the final dividend for 2017.
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. In terms of THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 details of director retiring by rotation at the ensuing annual general meeting is given in annexure to this notice.
6. Subject to the provisions of section 126 of the Companies Act, 2013, dividend as recommended by the Directors for the year ended 31st March, 2017, if declared, will be payable to those Members, whose names appear in the Register of Members as at the close of business on 09.08.2017 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 09/08/2017. The dividend warrants /Demand Draft will be posted on or about 15/09/2017.
 - 6.1 *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.*
 - 6.2 *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.*
7. During the year under review, the Company has appointed M/s. Bigshare Services Private Limited, as its Registrar and Transfer Agent (RTA) having their administrative office situated at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol Andheri - East, Mumbai - 400059 in the State of Maharashtra. 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.
8. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
9. Members/Proxies/Representatives are requested to bring the attendance slip enclosed to the annual report /notice for attending the meeting.
10. 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.
11. 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.) on all working days except Sundays, upto and including the date of Annual General Meeting of the Company.

**By order of the Board of Directors
For CHEMCRUX ENTERPRISES LIMITED**

**Place: Vadodara
Date: 15.07.2017**

**Sd/-
GIRISH SHAH
CHAIRMAN
DIN: 00469291**

Annexure : Details of Directors seeking re-appointment at the forthcoming Annual General Meeting
(PURSUANT TO REGULATION 36(3) of THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

Name of Director	Girish Shah
Date of Birth	29/06/1956
Date of Appointment	15/04/1996
Expertise in Specific Functional Area	Management, Administration & Chemical Engineering
Qualifications	B.E.(Chem. Eng.),Bachelor of Engineering D.I.I.Sc.(IM), Post Graduate in Industrial Management
Directors in other public limited companies	NIL
Other positions	NIL
Membership of committees in other public limited companies	NIL
Inter relationship	Promoter
Shares held in the company	18,00,080