

## NOTICE

NOTICE is hereby given that the 28<sup>th</sup> Annual General Meeting of the Members of The DECO MICA LIMITED (CIN: L20299GJ1988PLC010807) is scheduled to be held on the Friday, 22<sup>nd</sup> September, 2017 at 10:00 a.m. in the premises of 408-10, Milestone Building near Drive- in Cinema Ahmedabad-380054 to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt Audited Balance Sheet as at 31<sup>st</sup> March, 2017 and Statement of Profit and Loss for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Vishal Vijaybhai Agarwal (DIN: 01763739) who retires by rotation and being eligible offers himself for reappointment.
3. To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary resolutions:-**

**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force), consent of the Board of Directors of the Company be and is hereby accorded, subject to the approval of Shareholders in General Meeting, to appoint Mr. Samir M. Shah & Associates (FRN.: 122377W) Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting (after commencement of the Companies Act 2013), subject to ratification by the shareholders annually, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit."

4. To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary resolutions:**

**"RESOLVED THAT** Pursuant to Section 92 of the Companies Act, 2013, M/s. D.N. Motwani & Co., Company Secretaries, be and are hereby appointed to sign the Annual Return in the format as prescribed under Rule 11 of The Companies (Management & Administration) Rules, 2014 for the F.Y. 2017-18 on such remuneration plus out of pocket expenses incurred for signing of such Annual Return as may be decided by the Chairman in consultation with the said Company Secretary."

## SPECIAL BUSINESS

5. To Consider and if thought fit to pass with or without modification the following resolution as an **Special resolutions:**

**"RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) and Rules made there under and subject to such approvals, consents, and permissions as may be necessary, consent of the members of the company be and is hereby accorded to the Board of Directors of the company for the payment of remuneration to Mr. Vishal V. Agarwal, the Director of the Company for holding the office or place of profit in the Company.

**"RESLOVED FURTHER THAT** the aforesaid resolution shall be subject to the approval of Shareholders under Section 188 of the Companies Act, 2013 at the forthcoming Annual General Meeting."

6. To Consider and if thought fit to pass with or without modification the following resolution as an **Special resolutions:**

**"RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) and Rules made there under and subject to such approvals, consents, and permissions as may be necessary, consent of the members of the company be and is hereby accorded to the Board of Directors of the company for the payment of remuneration to Mrs. Shraddha V. Agarwal, the spouse of the Director for holding the office or place of the profit in the Company.

**"RESLOVED FURTHER THAT** the aforesaid resolution shall be subject to the approval of Shareholders under Section 188 of the Companies Act, 2013 at the forthcoming Annual General Meeting."

Date: 20/07/2017

Place: Ahmedabad

For and on behalf of the Board

VIJAYKUMAR DINDAYAL AGARWAL  
MANAGING DIRECTOR  
(DIN: 01869337)