

## NOTICE TO SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF GEEKAY WIRES LIMITED (CIN: L28999TG1989PLC010271) WILL BE HELD ON 25<sup>TH</sup> SEPTEMBER, 2019 AT 9:30 A.M. AT MINERVA GRAND HOTEL, SAROJINI DEVI ROAD, SECUNDERABAD - 500 003

TO TRANSACT THE FOLLOWING BUSINESS:

**ORDINARY BUSINESS:**

**1. APPROVAL OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018-19**

*To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:*

**“RESOLVED THAT** the Audited Financial Statements of the Company for the year 2018-19 together with the Reports of the Board of Directors’ and Auditors’ thereon of the Company for the year 2018-19 as presented to the meeting, be and hereby, approved and adopted.”

**2. RE-APPOINTMENT OF RETIRING DIRECTOR**

*To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:*

**“RESOLVED THAT** Mr. Ashish Kandoi (DIN No. 00463257), Director, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby reappointed as a Director of the Company.”

**SPECIAL BUSINESS:**

**3. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2020**

*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 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the remuneration, as recommended by the Audit Committee and approved by the Board of Directors and set out in the Statement annexed to the Notice convening this meeting, to be paid to the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year ending March 31, 2020, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such necessary acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**For Geekay Wires Limited**

Sd/-

**(GhanshyamDass)**

**Managing Director**

Place: Hyderabad

Date: 28.08.2019

## NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) is also annexed
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. A member holding more than ten percent (10%) of the total Share Capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other person or member.
3. The proxies in order to be effective must be received at the registered office of the company, not less than forty eight hours before the commencement of the meeting.
4. Members/Proxies/Authorized Representatives should bring the Attendance Slip duly filled in and signed for attending the Meeting and also their copy of the Annual General Meeting notice. Members who hold equity shares in electronic mode are requested to write the Client ID and DP ID number and those who hold equity shares in physical mode are requested to write their folio number in the attendance slip.
5. Corporate Members intending to send their authorized representative to attend the meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. 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.

7. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated, are provided.

8. The attention of the members of the Company is invited that pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended from time to time, the exemption with respect to voting by electronic means is available to the Company which are referred to in Chapter IX or Chapter X of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) regulations, 2018 and therefore your company has opted to hold this meeting of the members physically only.

9. The voting rights of member(s) shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Thursday, th 18<sup>th</sup> September, 2019. A person whose name is recoded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Thursday, th 18<sup>th</sup> September, 2019 only shall be entitled to avail the facility to vote for the resolutions at the Annual General Meeting. A person who is not member as on the cut-off date should treat this notice for information purpose only.

10. The Annual General Meeting notice will also be available on the website of the Company [www.geekaywires.com](http://www.geekaywires.com) under the investor section.

11. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Managing Director of the Company at least seven days in advance of the meeting so that the information required may be made readily available at the meeting.

12. Notice of the Meeting is being sent by electronic mode to those member(s) whose e-mail IDs are registered with the Company/Depository Participant(s) unless any member has requested for physical copy of the same. For member(s) who have not registered their e-mail IDs, physical copy of the Notice of the Meeting is being sent in the permitted mode.

13. Non-resident Indian members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately:

14. The change in the residential status on return to India for permanent settlement.

15. The particulars of the NRE Account with a Bank in India, if not furnished earlier.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts.

17. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the meeting so that the information required may be made available at the meeting.

18. The Ministry of Corporate Affairs has allowed paperless compliances by companies through electronic mode by providing the same under the Companies Act, 2013 and rules framed thereunder. The Members can now receive various notices and documents including Annual Reports through electronic mode. Members who have not registered their e-mail address are encouraged to participate in this green initiative by registering their e-mail id for e-communication. Members holding shares in dematerialized form are requested to register / update their e-mail id for e-communication with the Depository Participants. Even after registering for e-communication, Member(s) are entitled to receive communication(s) including Annual Report in physical form, free of cost, on receipt of written request for the same. Members may also note that the Annual Report for the financial year 2018-19 together with the Notice of 30<sup>th</sup> Annual General Meeting, Attendance Slip, Proxy Form and Route Map will also be available on the website of the Company viz. [www.geekaywires.com](http://www.geekaywires.com) for their download.

**For Geekay Wires Limited**

Sd/-

**(GhanshyamDass)**

**Managing Director**

Place: Hyderabad

Date: 28.08.2019

**EXPLANATORY STATEMENT AS REQUIRED U/S 102 OF THE COMPANIES ACT, 2013**

**Item 3: To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2020**

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company at the General Meeting. The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s KJU & Associates, Cost Auditors to conduct the audit of the cost records of the Company across various products manufactured, for the financial year ending March 31, 2020. The Board proposed to pay Rs. 50,000/- (Rupees Fifty Thousand only) as remuneration plus applicable taxes and reimbursement of out of pocket expenses. Accordingly, ratification by the Members is being sought to the remuneration payable to the Cost Auditors for the financial year ending March 31, 2020 by way of an Ordinary Resolution as set out in Item No. 3 of the Notice

None of the Directors or Key Managerial Personnel or their relatives of the Company is concerned or interested in the Resolution.

## GEEKAY WIRES LIMITED

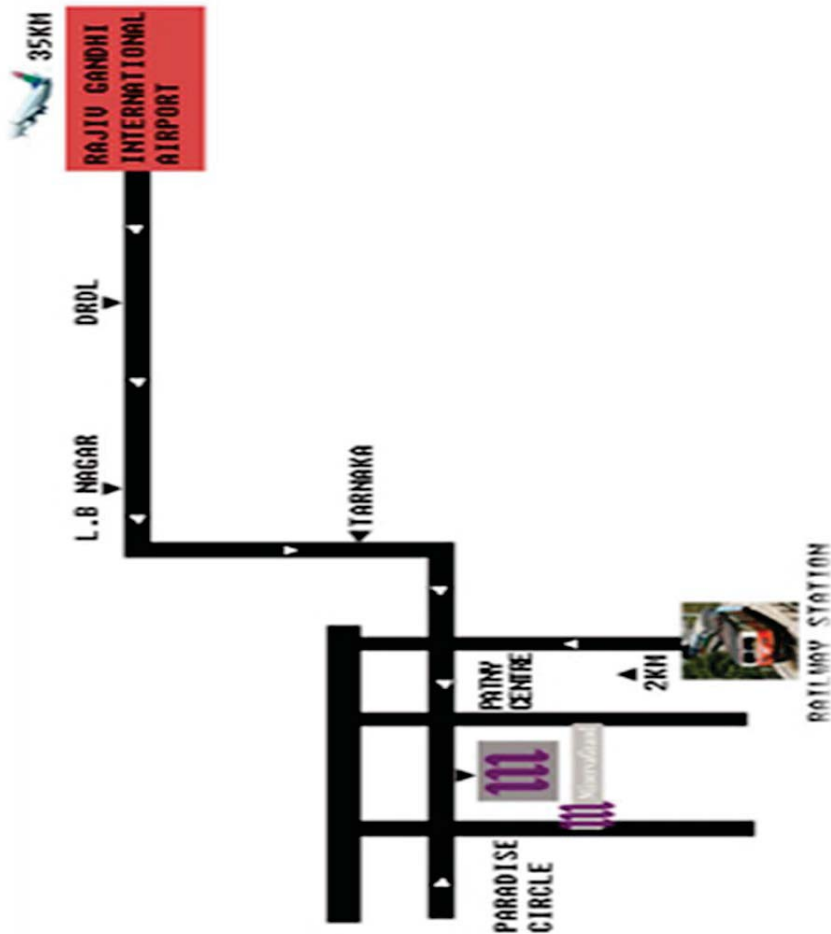
(CIN: L28999TG1989PLC010271)

Regd. Office: 11-70/5, GP Complex, Balanagar, Hyderabad, Telangana – 500 018

Tel: +91- 40 –2377 8090

Website: [www.geekaywires.com](http://www.geekaywires.com); Email: [Mahesh.reddy@geekaywires.co.in](mailto:Mahesh.reddy@geekaywires.co.in)

### 30<sup>th</sup> AGM VENUE MAP





**GEEKAY WIRES LIMITED**

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**ATTENDANCE SLIP FOR 30<sup>th</sup> ANNUAL GENERAL MEETING**

(To be handed it over at venue of the meeting)

I certify that I am a registered shareholder/ proxy/ representative for the registered shareholder(s) of Geekay Wires Limited

DP ID		Folio No	
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Client ID		No of Shares	
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\*Applicable for investors holding shares in electronic form

I hereby record my presence at the 30<sup>th</sup> Annual General Meeting of the Company to be held on - 25<sup>th</sup> September, 2019 at 9:30 A.M at Hotel Minerva Grand, S D Road, Secunderabad, Telangana – 500 003

Name and Address of Member

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Signature of Shareholder /Proxy/Representative  
(Please Specify)

**Note:**

1. Shareholders/ Proxy holders are requested to bring the Attendance Slips with them duly completed when they come to the meeting and hand them over at the venue, affixing their signature on them.
2. Members are informed that no duplicate attendance slips will be issued at the venue of the meeting.



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(CIN: L28999TG1989PLC010271)

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Tel: +91- 40 –2377 8090

Website: [www.geekaywires.com](http://www.geekaywires.com); Email: [info@geekaywires.com](mailto:info@geekaywires.com)

### PROXY FORM

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

CIN	L28999TG1989PLC010271
Name of the Company	Geekay Wires Limited
Registered Office	11-70/5, GP Complex, Balanagar, Hyderabad – 500 018

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

1	Name		Signature	
	Address			
	E-Mail Id		Signature	
	of failing him			
2	Name		Signature	
	Address			
	E-Mail Id		Signature	
	of failing him			
3	Name		Signature	
	Address			
	E-Mail Id		Signature	
	of failing him			

As my / our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the 30<sup>th</sup> Annual General Meeting of the Company, to be held on 25<sup>th</sup> September, 2019 at 9:30 A.M at the Hotel Minerva Grand, S D Road, Secunderabad 500 003 and at any adjournment thereof in respect of such resolution as are indicated below:

S. No.	Resolutions	For	Against	Abstain
<b>Ordinary Business</b>				
1	To consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors			
2	Re-appointment of Mr. Ashish Kandoi who retires by rotation			
<b>Special Business</b>				
3	To ratify the remuneration of Cost Auditors for the Financial Year 2019-20			

Affix Revenue  
Stamp

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

**Note:** This 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.