

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF POLAR MARMO AGGLOMERATES LIMITED WILL BE HELD ON FRIDAY, THE 29TH DAY OF SEPTEMBER 2017, AT 04:00 P.M AT SP 1-3, INDUSTRIAL AREA, PRATAP NAGAR, UDAIPUR, RAJASTHAN - 313001 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2017 and the Statement of Profit and Loss of the Company for the Financial Year ended 31st March, 2017 and the Cash Flow Statements and other Annexures and the Reports of the Directors and Auditors thereon.

2. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139 and other applicable provisions of Companies Act, 2013 and the Rules made thereunder, the appointment of M/s RMA & Associates, Chartered Accountants, New Delhi (Registration No. 000978N), who were appointed as Statutory Auditors of the Company at 27th Annual General Meeting held on 29th September, 2015, to hold office for a term of five years, i.e. , from the conclusion of 27th Annual General Meeting until the conclusion of 32nd Annual General Meeting of the Company, be and is hereby ratified and confirmed from the conclusion of 29th AGM of the Company till the conclusion of 30th AGM of the Company on such remuneration as may be agreed upon between the Board of Directors and the Statutory Auditors.”

Special Business:

3. **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 149, 152 and any applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re – enactment thereof for the time being in force), Mr. Ramashish Sahu (DIN 00359533), who was appointed as an Additional Director of the Company in terms of Section 161(1) of the Companies Act, 2013 with effect from 04th February, 2017 and whose terms of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company to hold office as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation.”

**For and On behalf of Board of
Polar Marmo Agglomerates Limited
Sd/-
Ashwani Plaha
Chairman
DIN:00365523**

**Place : New Delhi
Date : 02.09.2017**

NOTES:

1. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 (the Act), relating to the Special Business to be transacted at the meeting is 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 AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act proxy for any other person or member.

3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, authorising their representative to attend and vote on their behalf at this General Meeting.
4. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to keep the information ready at the meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 23rd September, 2017 to Friday, 29th September, 2017 (both days inclusive) for the purpose of the AGM.
6. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of the Annual Report to the Meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
8. The members are requested to intimate changes, if any, in their registered address to Company for shares held by them.
9. All documents referred to in the accompanying Notice are opened for inspection at the Registered Office of the Company on all working days, except Sunday between 2 P.M. to 4 P.M. upto the date of the Annual General Meeting.
10. Members are requested:
 - i) To quote their folio Nos. in all correspondence.
 - ii) To note that no gifts will be distributed at the meeting.
 - iii) 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.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc from the Company electronically.
12. In terms of Section 72 of the Companies Act, 2013, a Member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Member(s) desirous of availing this facility may submit nomination in the prescribed Form SH – 13 to the Company for the shares held by them in Physical form.
13. Members are requested to submit their Permanent Account Number (PAN) to the Company in order to comply with the SEBI guidelines.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

The Board of Directors of the Company at its meeting held on 04/02/2017 had appointed Mr. Ramashish Sahu as an Additional Director of the Company as per Section 161 of the Companies Act, 2013 and Rules made thereunder and as such he holds office upto the date of this Annual General Meeting.

The Board has recommended the appointment of Mr. Ramashish Sahu as a Director of the Company whose term of office is liable to retire by rotation. The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member alongwith deposit of requisite amount proposing his candidature for the office of Director.

Mr. Ramashish Sahu has also given his consent to act as a Director of the Company and has confirmed that he is not disqualified to act as a Director. In the opinion of the Board, Mr. Ramashish Sahu fulfils the conditions specified in the Act and the Rules framed there under for his appointment as Non Executive Director of the Company liable to retire by rotation.

In compliance with the provisions of Section 149 of the Act, the appointment of Mr. Ramashish Sahu as a Director of the company liable to retire by rotation is now being placed before the members for their approval.

A brief profile of Mr. Ramashish Sahu is given below:

Mr. Ramashish Sahu with his vast knowledge in the field of Accounts, Taxation, Finance and various laws. He is keenly engaged in the growth and development of the Company. Mr. Ramashish Sahu as an individual is also involved in fund based activities and is engaged in various conglomerate businesses. By virtue of the expertise and knowledge of Mr. Sahu in the varied activities and his vast experience in the business sector, the Management of the Company has appointed him as a Non Executive Director of the Company.

The Company is expecting to flourish its economic condition under his valuable support and active participation in the business of the Company.

He is not a Director in any other Public Companies as on 31st March, 2017.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Ramashish Sahu as a Director of the Company.

Except Mr. Ramashish Sahu, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolution set out in Item No. 3. The Board of Directors recommends the resolution for approval by the members.

**For and On behalf of
Polar Marmo Agglomerates Limited**

**Sd/-
Ashwani Plaha
Chairman
DIN:00365523**

**Place : New Dehi
Date : 02.09.2017**

DIRECTORS' REPORT

Dear Members,

Your Directors are delighted to present the 29th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2017.

1. Financial Results

The Financial Performance of your Company for the year ended March 31, 2017 is summarized below

Particulars	(Rs. In Lacs)	
	Current Year 2016-17	Previous Year 2015-16
Income from Operations	0.00	0.00
Other Income	0.00	0.00
Total Income	0.00	0.00
Total Expenditure	8.31	8.64
Profit/ (Loss) before Depreciation, Interest & Tax (P/L BDIT)	(8.31)	(8.64)
Interest	0.00	0.00
Depreciation	0.00	0.00
Prior Period Items	0.00	4.50
Profit/ (Loss) before tax	(8.31)	(4.14)
Provision for taxation	0.00	0.00
Deferred Tax	0.00	0.00
Profit/(Loss) after tax (PAT)	(8.31)	(4.14)