

**VIKAS ECOTECH LIMITED**

CIN: L65999DL1984PLC019465

Regd. Office: 34/1, Vikas Apartments, East Punjabi Bagh, New Delhi-110026

Phone: 011-43144444; Email Id: investors@vikasecotech.com; Website: www.vikasecotech.com**NOTICE**

Notice is hereby given that the 34th ANNUAL GENERAL MEETING of the Shareholders of Vikas EcoTech Limited will be held on Monday, 30th September, 2019 at Haryana Maitri Bhawan Pitampura, New Delhi-110034 at 11.30 A.M 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, 2019, including the Balance Sheet as at 31st March, 2019, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date, and the Reports of the Board of Directors and Auditors thereon.
2. To declare final dividend on Equity Shares @ 5% i.e. Rs. 0.05/- (Five Paise) per share for the Financial Year ended 31st March, 2019.
3. To appoint a Director in place of Mr. Devender Kumar Garg (DIN: 02316543), Director, who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

4. To consider and if thought fit, to pass the following resolution as an *Ordinary Resolution*:-

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ravi Kumar Gupta (DIN 01018072), who was appointed by the Board of Directors as an additional Director of the Company 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 an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 14th February, 2019, subject to fulfilment of criteria of Independence at all times and such terms and conditions including remuneration by way of sitting fee as applicable to Independent Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors shall be authorised to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

5. To consider and if thought fit, to pass the following resolution as an *Ordinary Resolution*:-

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Gyan Prakash Govil (DIN 08477296), who was appointed by the Board of Directors as an additional Director of the Company 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 an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 28th June, 2019, subject to fulfilment of criteria of Independence at all times and such terms and conditions including remuneration by way of sitting fee as applicable to Independent Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors shall be authorised to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

6. To ratify and confirm remuneration of Cost Auditor as determined by the Board of Directors and in this regard to consider and if thought fit, to pass the following resolution as an *Ordinary Resolution*.

“RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) remuneration of Rs. 1,20,000/- (Rupees One Lac Twenty Thousand only) plus Goods and service tax as applicable and reimbursement of out of pocket expenses for the Financial year 2019-20, to M/s. JSN & Co., Cost Accountants, for conducting cost audit of ‘all applicable products and group of products; be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to file necessary forms & to do all such acts, deeds and things as may be required or necessary to give effect to the above resolution.”

**By order of the Board
For Vikas EcoTech Limited**

**Place: New Delhi
Date: 14.08.2019**

**(Vikas Garg)
Managing Director
DIN 00255413
10/4, East Punjabi Bagh,
New Delhi-110026.**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING MAY APPOINT A PROXY TO ATTEND AND VOTE ON HIS BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF NOT EXCEEDING FIFTY MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL EQUITY SHARE CAPITAL OF THE COMPANY. ANY MEMBER HOLDING MORE THAN 10% OF THE TOTAL EQUITY SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND IN SUCH A CASE, THE SAID PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY SHALL, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice. The facility for voting through ballot paper shall be made available at the Annual General Meeting (AGM) and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.**
- 3. Corporate members intending to send their authorized representatives to attend the Meeting are advised to send an advance copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorising their representative to attend and vote at the AGM through email at investors@vikasecotech.com or by post at the registered office of the Company. The authorised representative shall carry the certified true copy of the Board Resolution at the AGM venue and hand over the same with attendance slip to be eligible to vote at the meeting.**
- 4. In terms of Section 152 of the Companies Act, 2013, Mr. Deventer Kumar Garg, Whole time Director retire by rotation at this Meeting and being eligible, offers himself for reappointment. The Board of Directors of the Company recommend his re-appointment. Disclosures pertaining to Directors proposed to be appointed /re-appointed including their brief profile pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings are provided as **Annexure** to this notice.**
- 5. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.**

6. Annual Report for financial year 2018-19 is being sent to all the Members in electronic form whose e-mail addresses are registered with the Company / Depository Participant(s) for the purpose of communication. To the Members who have not registered their e-mail address, abridged financials for the financial year 2018-19 are being sent physically. Full Annual Report for financial year 2018-19 of the Company is available at the Company's Corporate Website at www.vikasecotech.com and at the registered office of the Company along with documents available for inspection on any working day during office hours. Members desirous of receiving a copy of Annual Report may write to the Company or its Registrar and Share Transfer Agent.
7. The Register of Members and Share Transfer Books shall remain closed from 21st September 2019 to 30th September 2019 (Both days inclusive) for the purpose of payment of dividend (if declared) and for the 34th Annual General Meeting of the Company. The dividend on Equity Shares, if declared, at the Annual General Meeting, will be credited/paid between 1st October, 2019 to 30th October, 2019 to those members whose names appear on the Company's Register of Members on 20th September, 2019; in respect of the shares held in dematerialized form, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
8. The Company has appointed Mr. Tina Rani, Practicing Company Secretary, Partner, MSTR & Associates, Delhi as Scrutinizer to scrutinize the remote e-voting process and voting through ballot paper at the Annual General Meeting in a fair and transparent manner and she has communicated his willingness to be appointed and will be available for same purpose.
9. Members attending the meeting are requested to bring with them the attendance slip attached to the Notice duly filled in and signed and handover the same at the entrance of the hall.
10. Members who wish to obtain information on the Financial Statements for the year ended 31st March, 2019, may send their queries at least seven days before the Annual General Meeting to the Compliance Officer & Company Secretary at the Registered Office of the Company or by e-mail to cs@vikasecotech.com.
11. In terms of provisions of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective 1st April, 2019 transfer of shares in physical form is no longer permitted, accordingly, members holding shares in physical form are requested to get their holdings dematerialised.
12. Members are requested to notify immediately about any change in their address / e-mail address / dividend mandate / bank details to their Depository Participant (DP) in respect of their shareholding in Demat mode and in respect of their physical shareholding to the Company's Registrar and Share Transfer Agents, M/s Alankit Assignments Limited at their office at 4E/2, Jhandewalan Extension, New Delhi-110005. Members holding Shares of the Company in physical form are requested to register their e-mail address with the Registrar and Share Transfer Agents of the Company to receive all communications including Annual Report and Notice of Meeting(s) by e-mail, by sending appropriate communication on info@alankit.com
13. Dividend for the Financial Year ended March 31, 2012, remaining unpaid and unclaimed, will be due for transfer to the Investor Education and Protection Fund of the Central Government (IEPF) in October 2019. Members who have not yet en-cashed their dividend warrants for Final Dividend issued by the Company for the financial year ended March 31, 2012 or any subsequent financial years, are requested to lodge their claims with the Company's Registrar and Share Transfer Agents. Members may further note that, pursuant to Section 124 of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, all Shares on which Dividend remains unclaimed for 7 (seven) consecutive years or more are also liable to be transferred to IEPF. Members are further advised that in terms of applicable provisions of the Act and IEPF Rules, Unclaimed Dividends and Shares transferred to IEPF can be claimed from the Fund after following process prescribed in the said Rules.

Information and other instructions relating to e-voting are as under:

- A. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- B. The e-voting will commence on Thursday, 26th September, 2019 at 09.00 a.m. and will remain open till Sunday, 29th September, 2019 at 05.00 p.m. During this period members of the Company, holding shares either in

physical form or in dematerialized form, as on the cut-off date of 23rd September, 2019, may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting after Sunday, 29th September, 2019 at 05.00 p.m. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- C. Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper and those members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

Process and Manner of Voting through electronic means:

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are given below:

1. Visit the e-Voting website of NSDL <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’
 - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - ii. If your email ID is not registered, your ‘initial password’ is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

- b) **Physical User Reset Password**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 are given below:

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” for “**Vikas Ecotech Limited**”
4. Now you are ready for e-voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to akpoplico@gmail.com with a copy marked to evoting@nsdl.co.in.
2. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2019.
3. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and is holding shares as on the cut-off date i.e. 23rd September, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or cs@vikasecotech.com or to the RTA.
4. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password**” or “**Physical User Reset Password**” option available on www.evoting.nsdl.com to reset the password.
5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.
6. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within 48 hours of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
7. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.vikasecotech.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges.

ITEM NO. 4

On the recommendation of Nomination & Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 the Board of Directors at their meeting held on 14th February, 2019 appointed Mr. Ravi Kumar Gupta as Additional Director of the Company effective from even date. Mr. Gupta shall vacate office at the commencement of this Meeting.

In terms of extant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the constitution of Board needs to be maintained to include Independent Directors at all times. The Board of Directors thence recommend regularisation and appointment of Mr. Gupta as an Independent Director of the Company for a term of five years effective from 14th February, 2019. Brief profile and other details of Mr. Gupta is provided as part of this notice as **Annexure**.

Mr. Gupta has given his consent and has confirmed his non-disqualification for appointment as Director of the Company. He has also confirmed that he meets criteria of Independence as laid down under extant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board conforms to the veracity of his independence. Considering the educational background and experience of Mr. Gupta, the Board is of the opinion that his appointment as an Independent Director shall be beneficial to the Company.

A notice under Section 160 has also been received by a member of the Company proposing candidature of Mr. Gupta as Director of the Company. Board recommends subject Ordinary Resolution for your approval.

None of the Directors or Key Managerial Personnel or their relative(s) is/are in any way concerned or interested, in this resolution.

ITEM NO. 5

On the recommendation of Nomination & Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 the Board of Directors at their meeting held on 28th June, 2019 appointed Mr. Gyan Prakash Govil as Additional Director of the Company effective from even date. Mr. Govil shall vacate office at the commencement of this Meeting.

As the constitution of Board needs to be maintained to include Independent Directors at all times and also in order to improve efficiency and effectiveness of Board of Directors, the said appointment of Mr. Govil was made and he was also designated as Chairman of the Board effective 14th August, 2019. The Board of Directors thence recommend regularisation and appointment of Mr. Gupta as an Independent Director of the Company for a term of five years effective from 28th June, 2019. Brief profile and other details of Mr. Govil is provided as part of this notice as **Annexure**.

Mr. Govil has given his consent and has confirmed his non-disqualification for appointment as Director of the Company. He has also confirmed that he meets criteria of Independence as laid down under extant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Your Board conforms to the veracity of his independence and considering the varied experience, strong academic and administrative background of Mr. Govil, believes his appointment as an Independent Director would be in the best interest of your Company.

A notice under Section 160 has also been received by a member of the Company proposing candidature of Mr. Govil as Director of the Company. Your Board recommends his appointment by passing the resolution.

None of the Directors or Key Managerial Personnel or their relative(s) is/are in any way concerned or interested, in this resolution.

ITEM NO. 6

Pursuant to Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules 2014, the Company is required to appoint Cost Accountant in practice, or a firm of Cost Accountants in practice, as Cost Auditor on the recommendation of the Audit Committee, which shall also recommend remuneration for such auditor. The remuneration recommended by the Audit Committee shall be considered and approved by the Board and ratified by the members.

On the recommendation of the Audit Committee, the Board has considered and approved appointment of M/s. JSN & Co., Cost Accountants for conducting cost audit of all applicable products and group of products; at a remuneration of Rs. 1,20,000/- (Rupees One Lac Twenty Thousand Only) plus Goods & service tax as applicable and reimbursement of out of pocket expenses for the Financial year 2019-20.

The Board recommends ratification of remuneration of Cost Auditors by the members.

None of the Directors or their relatives is/are in anyway concerned or interested in passing of the above mentioned resolution.

**By order of the Board
For Vikas EcoTech Limited**

**Place: New Delhi
Date: 14.08.2019**

**(Vikas Garg)
Managing Director
DIN 00255413
10/4, East Punjabi Bagh,
New Delhi-110026.**

Information of Directors seeking appointment/re-appointment under Item No. 3, 4 & 5 of the Notice convening Annual General Meeting of the Company in terms of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standard on General Meetings.

Name of Director	Mr. Devender Kumar Garg	Mr. Ravi Kumar Gupta	Mr. Gyan Prakash Govil
Age	63 years	48 years	68 years
Qualifications	B.Com, CAIIB and PGD PMIR (Faculty of Management Studies, Delhi University)	Master Degrees i.e. MFC, MIB, M Com, PGDCA along with Ph. D in Commerce from the reputed State University of Haryana.	B.Sc. (Engineering) Mechanical from Punjab Engineering College, Chandigarh, Ph.D and M. Tech (Thermal) from IIT Delhi
Date of Appointment	11 th August, 2017	14 th February, 2019	28 th June, 2019
Expertise	Banking and Finance	Financial Management, Business Policy & Corporate Social Responsibility.	Research & Development
Year of Experience	35 Years	23 Years	44 years
Brief Profile	<p>Mr. Devender Kumar Garg has served as Chief General Manager, Bank of Baroda. He also worked as Regional head South Mumbai, Bihar, Orissa & Jharkhand branches and is a Dynamic Professional in fields of all matters relating to finances and securitization and reconstruction portfolio and having deeply involved in establishment of retail loan.</p> <p>Mr. Devender Kumar Garg was associated with BOBCARDS Limited (100% subsidiary of Bank of Baroda). He has proven expertise in banking operations and opened many branches in Sydney, Kenya and New Zealand and getting lot of awards including National Award (Limca Book of Records) for opening largest number of branches in state of Uttar Pradesh on a single day. He also worked as member of PRD (Panel of Dispute Redressal among all banks) of Reserve Bank of India. He also worked as Director of Bank of Baroda UP Gramin Bank and member of MCX-IGRC and Director of Aditya Asset Reconstruction Enterprise Limited</p>	<p>Dr. Ravi has experience in the field of Financial Management, Business Policy & Corporate Social Responsibility. He has worked in Higher Education and is presently associated with Maharaja Agrasen Technical Education Society.</p> <p>He holds various positions and has been responsible for Teaching, Training & Research for the corporate entities in the areas of Controlling Accounting System, Resource Mobilization, Investment Management Derivative Market Operations, Managing International Business, Managing Global Competitiveness & Strategic Alliances, Undertaking Corporate Governance & Social Responsibilities (CSR) Affairs and Formulating Business Policies.</p> <p>He has over hundred research publications, several books & Journals in the above areas, to his credit. He has disseminated his knowledge extensively by organizing & participating in Conferences/Seminars the country in association with prestigious Professional Bodies & Societies.</p>	<p>Dr. Govil has diverse experience in sphere of Teaching and Research and presently working as Dean of Maharaja Agrasen University, Baddi and Advisor to MATES, Rohini, Delhi. In past he has also worked for Bharat Electronics Limited and Ministry of Defense, Government of India.</p> <p>Dr. Govil has worked with many renowned institutions in various capacities including Ideal Institute of Technology, Gaziabad as Director, Energy Division of Mahatma Gandhi Institute of Rural Infrastructure Wardha Project, IIT Delhi, as Consultant, Biogas expert panel – MNRE Government of India as Member, and National Board of Accreditation (NBA), Delhi, as a panel Member, amongst others.</p>
Inter-se relation among Directors	None	None	None
Directorships in other Companies	None	None	None
Other Companies Committee	None	None	None

Membership(s) & Chairmanship(s)			
Shareholding in the Company	None	None	None
Remuneration	Remuneration of Rs. 16,10,000/- was paid during the year 2018-19.	As applicable to Independent Directors comprises payment of Sittings fees for attending the meetings of Board of Directors and its committees as approved from time to time.	

VIKAS ECOTECH LIMITED
CIN: U25111DL1995PLC073719
Regd. Office: Vikas Apartments, 34/1, East Punjabi Bagh,
New Delhi, West Delhi- 110026

PROXY FORM
Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of
the Companies (Management and Administration) Rules, 2014

ANNUAL GENERAL MEETING –MONDAY, 30th SEPTEMBER, 2019 at 11:30 A.M.

Name of the member(s): Registered address:		e-mail Id: Folio No./Client Id*: DP Id*:	
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I/We being the member(s) holding..... shares hereby appoint:

- (1) Name Address e-mail ID or falling him/her;
(2) Name Address e-mail ID or falling him/her;
(3) Name Address e-mail ID

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Annual General Meeting** of the Company, to be held on **Monday, 30th September at 11:30 A.M. at Haryana Maitri Bhawan, Sainik Vihar, Pitampura, New Delhi-110034** and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Resolution	For [#]	Against [#]
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019		
2.	To declare final dividend on Equity Shares @ 5% i.e. Rs. 0.05/- (Five Paisa) per share for the Financial Year ended 31st March, 2019		
3.	To appoint a Director in place of Mr. Devender Kumar Garg (DIN: 02316543), Director, who retires by rotation and being eligible, offers himself for reappointment.		
4.	To consider and approve appointment of Mr. Ravi Kumar Gupta (DIN 01018072) as an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 14 th February, 2019,		
5.	To consider and approve appointment of Mr. Gyan Prakash Govil (DIN 08477296) as an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 28 th June, 2019		
6.	To consider and approve remuneration of Cost Auditor of Rs. 1,20,000/-(Rupees One Lac Twenty Thousand only) plus Goods and service tax as applicable and reimbursement of out of pocket expenses for the Financial year 2019-20, to M/s. JSN & Co., Cost Accountants		

*Applicable for shares held in electronic form.

Signed this day of 2019

.....

Signature

.....

Signature of proxy holder(s)

Affix one Rupee Revenue Stamp
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Notes:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not later than 48 hours before the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) *This is only optional. Please put 'X' or 'V' in the appropriate column against the resolutions indicated in the Box. If you leave 'For/ or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she deems appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person, if he so desire.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be mentioned.

VIKAS ECOTECH LIMITED

(CIN: L65999DL1984PLC019465)

Registered Office: Vikas Apartments, 34/1, East Punjabi Bagh, New Delhi-110026
Ph No.: 011-43144444, Fax: 011-43144488, e-mail id: investors@vikasecotech.com

ATTENDANCE SLIP

(To be presented at the entrance)

34th ANNUAL GENERAL MEETING ON MONDAY, 30th SEPTEMBER, 2019 AT 11.30 A.M. AT Haryana Maitri Bhawan, Pitampura, New Delhi-110034

Name of Shareholder/Proxy Holder.....
DP ID No.....
Client ID No.....
Shareholder's Folio No.
No. of Shares held.....

I certify that I am a member / proxy / authorized representative for the member of the Company.

I hereby record my presence at the 34th ANNUAL GENERAL MEETING ON MONDAY, 30th SEPTEMBER, 2019 AT 11.30 A.M. AT Haryana Maitri Bhawan, Pitampura, New Delhi-110034

.....
Member's /Proxy Signature

NOTES:-

1. Only shareholder/Proxy holder can attend the meeting