

VIKAS ECOTECH LIMITED

(Formerly Vikas GlobalOne Limited)

CIN: L65999DL1984PLC019465 Website: www.vikasecotech.com

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

Phone: 011-43144444, Email Id: investors@vikasecotech.com

NOTICE

Notice is hereby given that the 31st ANNUAL GENERAL MEETING of the Shareholders of Vikas EcoTech Limited (Formerly Vikas GlobalOne Limited) (CIN L65999DL1984019465) will be held on Friday, 30th September, 2016 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 Financial Statements of the Company for the year ended 31st March, 2016 including the audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') 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, 2016.
3. To appoint a Director in place of Shri. Vivek Garg, Director, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Statutory Auditors in place of retiring Auditors of the Company and to fix their remuneration and to pass the following resolution as *an Ordinary Resolution*:

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, KSMC & Associates, Chartered Accountants, New Delhi (Firm Registration No 003565N), be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Thirty-Sixth annual general meeting of the Company to be held in the year 2021 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

5. 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, with or without modification(s), 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), approval of the Board of Directors of the Company for payment of remuneration of Rs. 1,10,000/- (Rupees One Lac Ten Thousand only) plus service tax as applicable and reimbursement of out of pocket expenses for the Financial year ending 31.03.2017, to M/s. Niraj Kumar Vishwakarma & Associates, Cost Accountants, for conducting cost audit of 'all applicable products and group of products; be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT 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.”

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a *Special Resolution*:-

“RESOLVED THAT the Employee Stock Option Scheme, 2011 of the Company, framed under Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 as approved by the shareholders' at the AGM held on 28th September, 2011, whereas all the options granted in the scheme have been either allotted or lapsed, by virtue of lapse of exercise period the scheme is no longer operational and thus be and is hereby rescind.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds or things as they may deem necessary to give effect to this resolution including filing of documents with various authorities etc.”

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a *Special Resolution*:-

“RESOLVED THAT pursuant to Section 196, 203 and other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the members of the Company hereby accords its approval for appointment of Mr. Vikas Garg as Managing Director of the Company for a period of 5 years with effect from 11th August, 2016, on such terms and at such remuneration as set out in the explanatory statement annexed to this Notice.

RESOLVED FURTHER THAT the aggregate of salary, perquisites and allowances of Mr. Vikas Garg, Managing Director of the Company in any one financial year shall not exceed the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 (including applicable rules, if any) as amended from time to time and in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. Vikas Garg , the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (including any Board Committee exercising powers conferred by this resolution) be and is hereby authorized, in its absolute discretion and from time to time, to fix within the range of remuneration detailed in the explanatory statement, the salary and other allowances / entitlements including performance bonus/incentive, if any, subject to such periodic increase as may be permissible within the overall remuneration limit under Section 197 of the Act and to file necessary forms & to do all such acts, deeds, things and matters as may be required or necessary to give effect to the above resolution.”

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a *Special Resolution*:-

“RESOLVED THAT pursuant to Section 196, 203 and other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the members of the Company hereby accords its approval for appointment of Mr. Vivek Garg as a Whole-Time Director of the Company for a period of 5 years with effect from 10th August, 2016, on such terms as set out in the explanatory statement annexed to this Notice.

FURTHER RESOLVED THAT Board of Directors of the Company be and are hereby authorized to do such acts, deeds and things as may be required including signing, sealing of all applications, documents, papers, undertakings, forms, agreements, and submitting thereof, on behalf of the Company.”

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

**Place: New Delhi
Date: 08.08.2016**

**(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 IS ENTITLED TO APPOINT A PROXY AND SUCH PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.**
2. The Register of Members and Share Transfer Books shall remain closed from 24th September 2016 to 30th September 2016 (Both days inclusive) for the purpose of payment of dividend (if declared) and for the 30th Annual General Meeting of the Company.

3. **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 (kindly refer note no. 19). The facility for voting through ballot paper shall be made available at the 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.** The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
4. The Company has appointed Shri. Anil Kumar Popli, a Practicing Company Secretary, Partner, AAA & Associates, Delhi as Scrutinizer to scrutinize the remote e-voting process and through poll at the Annual General Meeting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
5. In terms of Section 152 of the Companies Act, 2013, Shri. Vivek Garg, Whole-time Director retires by rotation at the Meeting and being eligible, offer himself for reappointment. The Board of Directors of the Company recommend his re-appointment. Brief resume of Directors including those proposed to be 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* are provided in **Annexure** to this notice.
6. 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.
7. Members may also note that the Notice of the 31st Annual General Meeting & Annual Report 2015-16 shall be available on the Company's website, www.vikasecotech.com.
8. Corporate members intending to send their authorized representatives to attend the Annual General Meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
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. The copies of relevant documents can be inspected at the Registered Office of the Company on any working day during office hours.
11. The dividend on Equity Shares, if declared, at the 31st Annual General Meeting, will be credited/paid between 01st October, 2016 to 30th October, 2016 to those members whose names appear on the Company's Register of Members on September 23rd, 2016; 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.
12. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, M/s. Alankit Assignments Limited, 4E/2, Jhandewalan Extension, New Delhi-110055 quoting the Registered Folio Number: (a) details of their Bank Account/change in Bank Account, if any, to enable the Company to print these details on the Dividend Warrants; and (b) change in their address, if any, with the Pin Code Number.

Members holding shares in electronic form shall address communication to their respective Depository Participants only.
13. Please send your unpaid dividend warrants/instruments for revalidation/reissue, if already not encashed. The dividend remaining unclaimed for seven years is required to be transferred to the "Investor Education and Protection fund" established by the Central Government and you shall not be able to claim any unpaid dividend from the said fund or from the Company thereafter.
14. M/s Alankit Assignment Ltd. having Corporate Office at 4E/2, Jhandewalan Extension, New Delhi-110055 is the Registrar and Share Transfer Agent of the Company for physical shares as well as depository interface with NSDL and CDSL.
15. You may now avail the facility of nomination by nominating, in the prescribed form, a person to whom your shares in the Company shall vest in the event of death. Interested members may right to the company/registrar & share Transfer Agent for the prescribed form. Members holding shares in the dematerialized form may contact their Depository Participant for recording the nomination in respect of their shares.

16. The Company has designated an exclusive e-mail id viz. investors@vikasecotech.com to enable investors to register their complaints/queries, if any.
17. Members who are holding shares in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
18. Members are requested to promptly notify to the Company any change in their addresses.
19. **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 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 31st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. 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 voting period commences on Tuesday, 27th September, 2016 (09.00 a.m.) and ends on Thursday, 29th September, 2016 (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, 2016, may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting after 29th September, 2016 (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. The facility for voting through ballot paper shall be made available at the 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 polling paper.
 - D. 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 and that the 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.
 - E. The process and manner for remote e-voting are as under:
 - I. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nSDL.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "Vikas EcoTech Limited".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.

- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to akpoplico@gmail.com or investors@vikasecotech.com. with a copy marked to evoting@nsdl.co.in.
- II. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided as below/at the bottom of the Attendance Slip/by separate pin mailer for the AGM:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
-	-	-

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

F. General Instructions:

- I. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the 'Download' section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- II. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IV. 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, 2016.
- V. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- VI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- VII. 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, not later than three days 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.
- VIII. The Results declared alongwith 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.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 5

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. Niraj Kumar Vishwakarma and Associates, Cost Accountants for conducting cost audit of 'all applicable products and group of products; at a remuneration of Rs. 1,10,000/- (Rupees One Lac Ten Thousand Only) plus service tax as applicable and reimbursement of out of pocket expenses for the Financial year ending 31.03.2017.

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.

ITEM NO. 6

It is proposed that the Employee Stock Option Scheme, 2011 of the Company passed by the members at 26th Annual General Meeting held on 28th September, 2011 be rescinded by virtue of lapse of exercise period and the scheme is no longer operational.

The Board accordingly recommends passing of this resolution as a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

ITEM NO. 7

The members of the Company appointed Mr. Vikas Garg as Managing Director of the Company with effect from 10th August 2011 for a period of 5 years at their meeting held on 28th September, 2011. As the present term of appointment of Mr. Vikas Garg would be expiring on 10.08.2016, the Board of Directors have, subject to the approval of the shareholders, re-appointed Mr. Vikas Garg as Managing Director of the Company with effect from 11th August, 2016 for a period of 5 years on the remuneration, terms and conditions recommended by the nomination and remuneration committee as set out herein.

While re-appointing Mr. Vikas Garg as Managing Director of the Company, the Board of Directors considered his contribution to the overall progress of the Company. During the year, the Company has achieved remarkable growth with its turnover crossing Rs. 307 crores. Moreover, the Company is aggressively concentrating on its expansion plans besides exploring opportunities both in India and abroad. The Board is of the opinion that his services should continue to be available to the Company to achieve still greater heights, by re-appointing him as Managing Director as mentioned in the resolution, subject to the approval of shareholders. Taking into consideration the duties and responsibilities of Managing Director, the prevailing managerial remuneration on the recommendation of the nomination and remuneration committee, the Board at their meeting held on 08.08.2016 approved the remuneration, terms and conditions of the re-appointment of Mr. Vikas Garg, subject to approval of the shareholders on remuneration including minimum remuneration and on terms and conditions given hereunder:

1. Salary: Upto maximum limit of Rs. 5, 00,000/- per month as per the agreement with authority to the Board or Committee of the Board, to fix the salary within the above maximum amount from time to time.
2. Perquisites:

The Managing Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

Housing: The expenditure to the company on hiring furnished accommodation shall not exceed 60% of the salary. In case the Managing Director is provided accommodations owned by the Company, he will pay 10% of his salary towards house rent.

Medical Re-imburement: Reimbursement of medical expenses incurred, including premium paid on

health insurance policies, for self and family including hospitalization, surgical charges, nursing charges and domiciliary charges for self and for family.

Club Fees: Fees of clubs, subject to a maximum of two clubs.

Leave Travel Concession: For self and family once in a year in accordance with the rules of the Company.

Personal Accident Insurance: Annual Premium on a policy as per the rules of the Company

Provident Fund/Pension: Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.

Gratuity: Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act.

Use of Car: The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of car used for business use.

Telephone facility at residence: Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Chairman.

The Board accordingly recommends passing of this resolution as a Special Resolution.

Except Mr. Vikas Garg and Vivek Garg, None of the other Directors or Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

ITEM NO. 8

The members of the Company appointed Mr. Vivek Garg as Whole-time Director of the Company with effect from 30th June 2009 for a period of 5 years at their meeting held on 25th August 2009. the Board of Directors have, subject to the approval of the shareholders, appointed Mr. Vivek Garg as Whole-time Director of the Company with effect from 08th August, 2016 for a period of 5 years on the terms and conditions recommended by the nomination and remuneration committee as set out herein.

While appointing Mr. Vivek Garg as Whole-time Director of the Company, the Board of Directors considered his contribution to the overall progress of the Company. During the year, the Company has achieved remarkable growth with its turnover crossing Rs. 307 crores. Moreover, the Company is aggressively concentrating on its expansion plans besides exploring opportunities both in India and abroad. The Board is of the opinion that his services should continue to be available to the Company to achieve still greater heights, by appointing him as Whole-time Director as mentioned in the resolution, subject to the approval of shareholders.

The Board accordingly recommends passing of this resolution as a Special Resolution.

Except Mr. Vikas Garg and Vivek Garg, None of the other Directors or Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

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

**Place: New Delhi
Date: 08.08.2016**

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

PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 WITH THE STOCK EXCHANGES AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE RE-APPOINTED IS FURNISHED BELOW:

Name of Director	Date of Birth & No. of Equity Shares Held	Qualification (Relationship with other Directors)	Nature of Expertise	Name of Companies in which he/ she holds Directorship	Name of Committees of the Companies of which he/ she holds Membership
Vivek Garg	26.11.1974 (1071550 Equity Shares of `1 each)	Graduate (Brother of Shri. Vikas Garg)	Under his guidance VEL became a leading group in the Plastic Compound industry with an excellent reputation for quality engineering products. He was instrumental in the initial exposures of VEL to international manufacturers and technology.	A.V. MEDIWAYS LLP, VIKAS ECOTECH LIMITED INDIA TALKS MEDIAWORKS PRIVATE LIMITED A.G. AGROTECH & POWER PRIVATE LIMITED TRIVENI BHOOMI VIKAS PRIVATE LIMITED PRIDE BUILDTECH PRIVATE LIMITED VIKAS SURYA BUILDWELL PRIVATE LIMITED MAHARAJA AGARSEN ACADEMY PRIVATE LIMITED	Vikas EcoTech Limited Stakeholder Relationship Committee (Member) Executive Committee (Member)

VIKAS ECOTECH LIMITED
(Formerly Vikas GlobalOne 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)

31st ANNUAL GENERAL MEETING ON FRIDAY, 30th SEPTEMBER 2016 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 31st ANNUAL GENERAL MEETING ON FRIDAY, 30th SEPTEMBER 2016 AT 11.30 A.M. AT Haryana Maitri Bhawan, Pitampura, New Delhi-110034

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Member's/Proxy Signature

NOTES:-

1. Only shareholder/Proxy holder can attend the meeting

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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

PROXY FORM

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

Name of the member(s): _____
Registered Address: _____
E-mail ID: _____
Folio/ DP ID - Client ID No.: _____

I/We being the member(s) of _____ shares of Vikas EcoTech Limited hereby appoint:

(1) Name: _____
Address: _____
E-mail ID: _____
Signature: _____, or failing him;

(2) Name: _____
Address: _____
E-mail ID: _____
Signature: _____, or failing him;

(3) Name: _____
Address: _____
E-mail ID: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on 30th September 2016 at Haryana Maitri Bhawan, Pitampura, New Delhi-110034 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
Ordinary Business:			
1.	Adoption of Audited Financial Statements for the year ended March 31, 2016.		
2.	Declare Final Dividend @5% i.e. Rs. 0.05/- (Five Paisa) per share		
3.	Re-appointment of Mr. Vivek Garg as a Director, who retires by rotation		
4.	Appointment of M/s KSMC & Associates, Chartered Accountants, as Auditors.		
Special Business:			
5.	Ratify and confirm the remuneration to Niraj Kumar Vishwakarma & Associates, Cost Auditor		
6.	Rescind the Employee Stock Option Scheme, 2011		
7.	Appointment of Shri. Vikas Garg as Managing Director of the Company for a period of five years		
8.	Appointment of Shri. Vivek Garg as Whole-time Director of the Company for a period of five years		

Note: Notwithstanding the above, the Proxies can vote on such other items which may be tabled at the meeting by the members present.

Signed this _____ day of _____ 2016

Signature of shareholder _____ Revenue Stamp

Signature of Proxy holder _____

Affix Re. 1

Note:

1. **This form 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.**
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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 31st Annual General Meeting.
- *5. It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Please complete all details including details of member(s) in above box before submission.

