

Deltron Limited

Deltron Limited, Registered Office – C-120, Naraina Industrial Area, New Delhi – 110 028
Phone No. 011-25796150-53 Fax No. 011-25795290, E-mail:deltron1982@rediffmail.com
Website:www.deltronlimited.in Cin No : L32109DL1982PLC013838

NOTICE

Notice is hereby given that the Thirty Fifth Annual General Meeting of the Shareholders of the Company will be held at The Little Theatre Group, Copernicus Marg, New Delhi-110001 on Monday, the 28th day of August, 2017 at 11.30 a.m. to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2017, Profit & Loss Account and the Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Kumar Srinivasan (DIN:00173717), who retires by rotation and being eligible offers himself for reappointment.
3. 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 the Companies Act, 2013 and the rules framed thereunder, the firm M/s V.K. Verma & Co., Chartered Accountants, Firm Registration No. 000386N, is appointed as Statutory Auditors of the Company to hold office till the conclusion of the thirty sixth Annual General Meeting of the Company at such remuneration to be mutually fixed."

By order of the Board
For Deltron Limited

Date: 08.07.17
Place: New Delhi

S Sujatha Lyall
Company Secretary

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. SUCH PROXY IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED. PROXY SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.**
2. The Register of Members and Transfer Books shall remain closed from 22.08.2017 to 28.08.2017 (both days inclusive).
3. **In line with the Government's green initiative in Corporate Governance of allowing paperless compliance, the Company requests its members once again to send their Email IDs along with Folio No., Name(s) and full Contact Address without fail by post or by email to deltron1982@rediffmail.com at the earliest in order to receive all future communication, including Annual Reports, Notices etc. electronically. Should any member who receives the Notice and Annual Report electronically, want the printed hard copy of the same, such member may apply to the Company for receiving the same in adequate advance time. Members can also access the Annual Report and Notice posted on the Company's website "www.deltronlimited.in".**
4. Copies of the Annual Report will not be distributed at the meeting. Members are requested to bring their copies of Annual Report to the meeting. Copies of the Annual Report and Notice are also available for inspection during the working hours at the registered office of the Company at C-120, Naraina Industrial Area, New Delhi.
5. Members/ Proxies should bring their attendance slips sent herewith, duly filled in, for attending the meeting. Corporate members shall send a duly certified copy of Board resolution authorizing their representative to attend and vote at the Annual General Meeting. Proxies can act on behalf of maximum 50 members holding in the aggregate not more than 10% of the total shares / voting rights.
6. Members are requested to send their queries, if any, in writing so as to reach the Company's registered office at least 10 days before 28.08.2017, the date of the meeting so that information can be made available at the meeting.
7. The Company has transferred the unpaid or unclaimed dividends for the financial year 2008-09 to the Investor Education and Protection Fund (IEPF). Further, in terms of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company may be required to transfer the Equity shares in respect of which dividends for 7 (seven) consecutive years have remained unpaid or unclaimed, into the "IEPF Suspense Account" created for this purpose, as per the date to be notified by the Government for giving effect to such transfer. Thereafter, no claim shall lie against the Company for such cases. Such unclaimed dividend and shares can be reclaimed by the shareholder by following the prescribed procedure / rules.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in demat form should submit the PAN to their Depository Participant (DP) while others should submit to the Company or to its RTA.
9. Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection at the meeting.
10. **Voting through electronic means :-**
 - a) The Company is providing for e-voting facility through Central Depository Services (India) Limited 'CDSL' to the shareholders to vote through electronic means by remote e-voting on all resolutions set forth in this Notice.
 - b) In addition, voting by polling paper shall also be made available at the meeting for shareholders attending the meeting, who have not already cast their vote by remote e-voting.
 - c) Shareholders 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.
 - d) The voting period will begin on Friday, 25.08.2017 at 9 a.m. and end on Sunday, 27.08.2017 at 5 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on Tuesday, 22.08.2017, being the cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - e) Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holds shares as on the cut-off date i.e. 22.08.2017 may follow the same instructions as mentioned above for e-Voting.
 - f) In case you have any queries or issues regarding remote e-voting, you may refer to the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or send an email to helpdesk.evoting@cdslindia.com.

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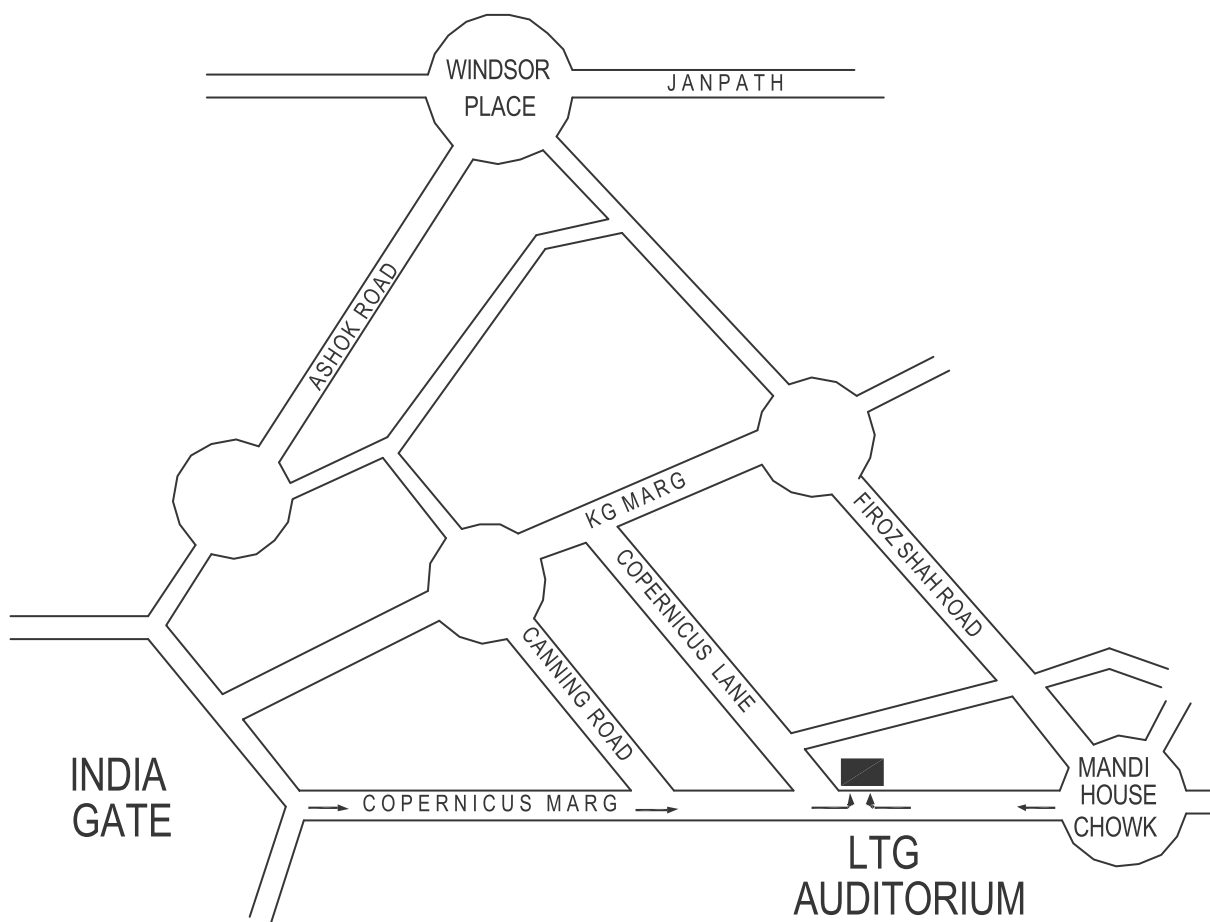
- g) Shareholders may address their grievances connected with e-voting to : Mr. Kumar Srinivasan, Whole-time Director, Deltron Limited, C-120, Naraina Industrial Area, New Delhi – 110 028. E-mail : deltron1982@rediffmail.com Phone No. 011-25796150-53.
- h) The Company has appointed Ms. Akarshika Goel, Company Secretary in Practice, as the Scrutinizer for the polling and the remote-evoting to scrutinize the same in a fair and transparent manner.
- i) The scrutinizer shall, immediately after the conclusion of voting at the meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and make, not later than three (3) days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company.
- j) The results declared along with the Scrutinizer's Report shall be placed on the web-site of Company and on the CDSL website immediately after the result is declared by the Chairman.
- k) The detailed E-voting instructions are on the Reverse of the attendance slip and are posted on the Company's website at "www.deltronlimited.in".

By order of the Board
For Deltron Limited

S Sujatha Lyall
Company Secretary

Date: 08.07.2017
Place: New Delhi

Route Map to the Venue (LTG Auditorium)



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E-voting Instructions

The instructions for shareholders for remote e-voting are as under:

- i. Log on to the e-voting website www.evotingindia.com
- ii. Click on "Shareholders" tab.
- iii. Select the "Company Name" from the drop down menu and click on "SUBMIT".
- iv. Enter your User ID
 - For CDSL enter the 16 digits beneficiary ID
 - For shares held in physical form enter Folio Number registered with the Company.
- v. Enter the Image Verification as displayed and Click on "Login."
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. Members who have not updated their PAN with the Company will need to enter the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on Attendance Slip..
Dividend Bank Details OR Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- viii. After completing the above, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they must enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the Electronic Voting Sequence Number (EVSN) for Deltron Limited.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the options "YES/NO" for voting. Select the option "YES" or "NO" as desired. "YES" implies that you assent to the Resolution and "NO" implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and thereafter modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out a print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

By order of the Board
For Deltron Limited

Date: 08.07.2017

Place: New Delhi

S Sujatha Lyall
Company Secretary