



**ELECTROTHERM**

CIN : L29249GJ1986PLC009126

Website : www.electrotherm.com Email: sec@electrotherm.com

Phone: +91-79-26768844, Fax: +91-79-26768855

## ADDENDUM TO THE NOTICE OF 34TH ANNUAL GENERAL MEETING

**Addendum to the Notice dated 30<sup>th</sup> June, 2020 convening 34<sup>th</sup> Annual General Meeting of Electrotherm (India) Limited ("Company") scheduled to be held on Monday, 17<sup>th</sup> August, 2020 at 10:00 a.m. through Video Conferencing / Other Audit Visual Means (VC/OAVM):**

Notice is hereby given that pursuant to the provisions of Section 160 of the Companies Act, 2013 ('Act') read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the following item of business is added in the aforesaid Notice as Item No. 7 as a Special Business and this addendum shall be deemed to be a part of the original Notice dated 30<sup>th</sup> June, 2020 and the notes provided therein:

### SPECIAL BUSINESS:

**7. To appoint Mr. Aditya Jain (DIN: 01568183) as a Non-Executive Director:**

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 Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") 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. Aditya Jain (DIN: 01568183), in respect of whom the Company has received a notice in writing on 31<sup>st</sup> July, 2020 under Section 160 of the Act along with requisite deposit of Rs. 1,00,000/- (Rupees One Lac only), signifying his candidature as a Director in category of Non-Executive Director, be and is hereby appointed as a Non-Executive Director of the Company from the date of this 34<sup>th</sup> Annual General Meeting, liable to retire by rotation."

**For Electrotherm (India) Limited**

Date : 7<sup>th</sup> August, 2020  
Place : Palodia

**Fageshkumar R. Soni**  
Company Secretary

### Registered Office:

A-1, Skylark Apartment, Satellite Road,  
Satellite, Ahmedabad - 380 0153.

### NOTES:

1. In view of the current extraordinary circumstances due to the pandemic caused by COVID-19 prevailing in India, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Ministry of Corporate Affairs (MCA) Circular No. No. 14/2020 dated 8<sup>th</sup> April, 2020, Circular

No. 17/2020 dated 13<sup>th</sup> April, 2020 and Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 ('MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 ('SEBI Circular'), the 34<sup>th</sup> Annual General Meeting (AGM) of the Company is being conducted through VC/OAVM and physical attendance of Members at the AGM venue is not required. The Members can attend and participate in the AGM through VC/OAVM only.

2. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of Special Business as proposed above to be transacted at the ensuing 34<sup>th</sup> AGM is annexed hereto.
3. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection by the members on all working days during normal business hours upto the date of AGM.
4. This addendum to the Notice of AGM is available on the website of the Company.
5. All the processes, notes and instructions relating to attending AGM through VC/OAVM and e-voting set out for and applicable for the ensuing 34<sup>th</sup> AGM shall *mutatis-mutandis* apply to attending AGM through VC/OAVM and e-voting for the resolution proposed in this Addendum to the Notice of AGM.

### ANNEXURE TO THE NOTICE

#### EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

#### ITEM NO. 7:

The Board of Directors of the Company has, at its meeting held on 30<sup>th</sup> June, 2020, approved the Notice convening the 34<sup>th</sup> Annual General Meeting (AGM) of the Company scheduled to be held on Monday, 17<sup>th</sup> August, 2020 at 10:00 a.m. through Video Conferencing / Other Audio Visual Means (VC/OAVM) and the same has already been circulated to the members.

Subsequently, on 31<sup>st</sup> July, 2020, the Company has received notice in writing from Mr. Aditya Jain (DIN: 01568183) along with deposit of Rs. 1,00,000/- (Rupees One Lac Only) signifying his candidature as a Director in category of Non-Executive Director in terms of Section 160 of the Companies Act, 2013 for the 34<sup>th</sup> AGM of the Company. The Company has also received from Mr. Aditya Jain, consent to act as a Director in Form DIR -2, Notice of Interest by Director in Form MBP-1, intimation by Director in Form DIR-8 under Section 164(2) of the Act confirming that he is not disqualified from being appointed as Director, declaration confirming that he has not been debarred



or disqualified from being appointed or continuing or from holding office or restrained from acting as Director of any Company pursuant to any order of the Securities and Exchange Board of India (SEBI) / Ministry of Corporate Affairs, or any such statutory authority along with his profile and educational qualification certificates.

Mr. Aditya Jain has deposited the requisite amount under Section 160(1) of the Act. Pursuant to Section 160(2) of the Act read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is required to inform the members about the above referred candidature and place notice of such candidature on its website. Accordingly, this addendum to Notice is being issued by adding Item No. 7 as Special Business for appointment of Mr. Aditya Jain as a Non-Executive Director, liable to retire by rotation.

The details of the person seeking appointment, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 and Secretarial Standard - 2, to the extent provided by Mr. Aditya Jain in the aforementioned notice & enclosed documents is attached hereto.

Mr. Aditya Jain, aged 43 years, is B.Sc. (Special) in Chemistry and MBA-Marketing & International Business, from Cardiff, UK. He is having around 5 years' experience in Singapore based Company and around 15 years experience as Director of AddRec Solutions Private Limited, which is a global recruitment and HR solutions company, providing organizations with solutions & services to meet their workforce needs across the world with services in India, Gulf, Africa and Singapore and providing staffing, search, HR, assessment and selection services.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7.

**Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 with respect to Director seeking appointment, to the extent provided by him alongwith Notice under Section 160 of the Act.**

Name of Director	Mr. Aditya Jain
Director Identification Number (DIN)	01568183
Date of Birth & Age	21/03/1977 (43 years)
Date of First Appointment on the Board	Not Applicable
Qualification	B.Sc (Special) in Chemistry & MBA - Marketing & International
Experience / Expertise in functional areas	He is having around 5 years experience in Singapore based Company and around 15 years experience as Director of AddRec Solutions Private Limited, which is a global recruitment and HR solutions company, providing organizations with solutions & services to meet their workforce needs across the world with services in India, Gulf, Africa and Singapore and providing staffing, search, HR, assessment and selection services.
Terms and conditions of appointment / re-appointment	Appointment as a Non-executive Director, liable to retire by rotation
Remuneration sought to be paid and the remuneration last drawn	Not applicable
No. of Shares held / purchased in the Company	250 Equity Shares
Relationship with other Directors, Manager and other KMP	Not Applicable
Number of Meetings of the Board held & attended during the year	Not Applicable
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	None
Memberships / Chairmanships of committees of other public companies (excluding foreign companies and Section 8 companies)	None

**For Electrotherm (India) Limited**

Date : 7<sup>th</sup> August, 2020

Place : Palodia

**Fageshkumar R. Soni**

Company Secretary

**Registered Office:**

A-1, Skylark Apartment, Satellite Road,  
Satellite, Ahmedabad - 380 0153.