

CENTRAL CABLES LIMITED

CIN NO. : L31300MH1981PLC023772

Regd. Office : 5, Temple Road, Civil Lines, Nagpur - 440001 India. Tel. : +91 8550933881

Email : care.centralcables@gmail.com, Website : www.centralcables.in.

NOTICE

NOTICE is hereby given that the Extra-Ordinary Meeting of members of CENTRAL CABLES LIMITED to be held on Wednesday, 30th day of May, 2018 at 11:00 A.M. at 5 TEMPLE ROAD, CIVIL LINES, NAGPUR-440001, Maharashtra, to transact the following business:

SPECIAL BUSINESS:

Appointment of Statutory Auditor to fill the casual vacancy:

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 section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) as recommended by the Board of Directors of the Company, M/s. R. K. Patodi & Co., Chartered Accountant, FRN-305091E, Mem. No.-059144 having place of business at 2, Church Lane, 4th Floor, Suite No. 404A, Kolkata-700001, be and here by appointed as Statutory Auditor of the Company to fill the vacancy caused due to the resignation of M/s. Asish Dey & Co., Chartered Accountant, FRN. 0326320, Mem. No.- 061600, will hold the office till the ensuing Annual General Meeting and they shall conduct the statutory Audit for the financial year ended 31st march, 2018 on such remuneration as may be Mutually decided by the Board of Directors of the Company and the auditor.

Registered Office:
5 Temple Road, Civil Lines
Nagpur-440001
CIN: L31300MH1981PLC023772
Date :30-04-2018

By order of the Board of Directors
For Central Cables Limited
SD/-
Mritunjay Kumar
Company Secretary

Notes:

1. An Explanatory Statement pursuant to Section 102(1) of Companies Act, 2013 relating to Special Business to be transacted at the meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY IS NEED NOT BE MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE OF THE COMPANY, DULY COMPLIED AND SIGNED, NOT LESS THAN FOURTY EIGHT (48) HOURS BEFORE COMMENCEMENT OF THE MEETING.**

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of Company carrying voting right may appoint a single person as proxy and such person shall not act as the proxy for any other person or member.

During the period beginning twenty-four (24) hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would entitle to inspect the proxies lodged at any time during the business hours of the Company provided that not less than three days (3) of notice in writing is given to the company.

3. Members/ Proxies should bring the enclosed Attendance Slip duly filled in and signed in terms of specimen signature lodged with company for attending the meeting. Member attending the EGM are requested to bring with them DP & Client ID Number, Folio Number for dematerialised holding and physical holding respectively. The Company would accept only the Attendance Slip from a member actually attending the meeting or from the person attending as proxy under a valid proxy form registered with the Company not less than 48 hours before the Commencement of the meeting. Attendance Slips of the members/ valid proxies not personally present at the meeting or relating to proxies which will invalid will not accepted from any other member/person.
4. Corporate members intending to send their authorised representative under Section 113 of the Companies Act, 2013, are requested to send a duly certified copy of Board resolution authorising their representative to attend and vote at the meeting.
5. In case of joint holding, the joint holders whose name stand first, as per the Company's records, shall alone be entitle to vote.
6. Members holding shares in same name under different Ledger Folios are requested to apply for consolidation of such folios and send the relevant share certificates to Share Transfer Agent/Company.
7. Members are requested to notify immediately any changes in their address to the company in case their shares are held in dematerialised form. This information should be passed so that the information required can be made readily available at the meeting.

8. Members holding the shares in physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13 can be obtained from the Company at its Registered Office. Members desiring to avail this facility may send their Nomination Form duly filled in, to the Company at its Registered Office by quoting their respective folio number.
9. All the members are requested to register their e-mail ids with the Registrar and Share Transfer Agent of the Company for the purpose of service of documents under section 20 of the Companies Act, 2013 by e-mode instead of physical service of documents.
10. Electronic copy of Notice of the Extra-Ordinary General Meeting of the Company inter alia the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail ids are registered with company/ Depositor participants for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copy of notices inter alia the process and manner of e-voting along with Attendance Sheet and Proxy Form is being sent in the permitted mode.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in electronic mode are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding the Shares in physical form can submit their PAN to the Company.
12. Under Rule 18 of (Management and Administration) Rule, 2014, Members, who have not got their email ids registered, are requested to register their email address and changes therein with the Company in respect of the physical shares and with Depository Participants in respect of dematerialised shares. Members are also requested to provide their Unique Identification Number and PAN (CIN in case of Corporate Members) to the Company/Depository Participants.
13. The members may also note that the notice of Extra-Ordinary General Meeting will also be available on the website of the company i.e. www.centralcables.in and on the website of the CDSL.
14. The facility for voting through ballot or polling paper shall be made available at the meeting and the member attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
15. Relevant documents referred to in the accompanying notice are open for inspection by the members at the registered office of the company on all working days, except Saturday, Sunday and Public holiday, during the business hours (10:00 a.m. to 1:00 p.m.) up to the date of meeting.
16. 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.
17. Voting right will be reckoned on the Paid-up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off 24th May, 2018.

Instruction for E-Voting

Pursuant to the provision of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rule, 2014, as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard-2 on General meeting, the company is pleased to provide to its members facility to exercise their right to vote on resolution proposed to be passed in the meeting by the electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting. The Company has engaged the services from CDSL for the purpose of providing e-voting facility to all its members.

In Case of Members who receive the Notice in electronic mode:

Open the email and the PDF file with your Client ID No. or Registration Folio No. as Password. The said PDF file contains your user ID and Password for remote e-voting. Please note that the password is an initial password.

The procedure with respect to remote e-voting is provided below:

- i. The voting period begins on Sunday, 27th May, 2018 at 9.00 AM and ends on Tuesday, 29th May, 2018 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24th May, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iv. Click on Shareholders.
- v. Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the company.

- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. 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.
- viii. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • 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 as mentioned in instruction (v).

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. 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 are required to mandatorily 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for CENTRAL CABLES LIMITED on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. 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 accordingly modify your vote.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobile. The m-voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after June 30, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx. **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 linked in the login 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 and send it to the email id of Scrutinizer i.e. vedpragati@rediffmail.com
- xxi. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

GENERAL INSTRUCTIONS

- a. There will be one vote for every client No. / Registered Folio No. irrespective of the number of joint holders.
- b. The Result of E-voting will be declared within 48 hours from the conclusion of the EGM and the Resolutions will be deemed to be passed on the date of EGM, subject to receipt of requisite number of votes. Declared Results, along with the Scrutinizer's Report, will be available forthwith on the company's corporate website www.centralcables.in and on the website of CDSL, such Results will be forwarded to the Stock Exchange.
- c. The e-voting period begins from Sunday, 27th May, 2018 at 9.00 AM and ends on Tuesday, 29th May, 2018 at 5.00 PM. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off/entitlement date of 24th May, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.
- d. Members of the Company holding shares either in physical form or in dematerialized form as on the cutoff/entitlement date of 24th May, 2018 may cast their vote electronically.
- e. The Board of Director of the Company has appointed Mrs. Pragati Ved Kakani, (C.P. No. 8109. and Membership No. 5309), Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- f. The Chairman shall, at the General Meeting, at the end of discussion on the resolution on which voting is to be held, allow voting, with the assistance of scrutinizer, by use of ballot or polling paper.
- g. The Scrutinizer shall, immediately after the conclusion of the EGM, count the vote cast at the EGM and thereafter, unblock the votes cast through e-voting in the presence of at least two (2) witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total vote cast in favour of or against, if any, not later than 48 hours after the conclusion of EGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith.
- h. The Result so declared, along with the scrutinizer's Report, shall be placed on the Company website viz. www.centralcables.in and on the website of CDSL within two (2) working days of passing of the resolution at the EGM of the company. The result shall also be forwarded to Stock Exchange.

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5 Temple Road, Civil Lines
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CIN: L31300MH1981PLC023772
Date :30-04-2018

By order of the Board of Directors
For Central Cables Limited
SD/-
Mritunjay Kumar
Company Secretary

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

M/s. Asish Dey & Co., Chartered Accountant, have tender his resignation from the position of Statutory Auditor of the Company due to unavoidable circumstances, resulting into casual vacancy of the statutory Auditor of the Company. Casual Vacancy caused by the resignation will be filled U/S 139(8) of the Companies Act, 2013, by approval of the Shareholders in General Meeting within three months of the recommendation of the Board of Directors of the Company. The Board of Director recommended M/s. R.K. Patodi & Co., Chartered Accountant, FRN-305091E, Mem. No.- 059144 having place of business at 2, Church Lane, 4th Floor, Suite No. 404A, Kolkata-700001, be appointed as the Statutory Auditor of the Company to fill the Casual vacancy caused by the resignation of M/s. Asish Dey & Co., Statutory Auditor.

M/s. R.K. Patodi & Co., Chartered Accountant, FRN-305091E, Mem. No.- 059144, have conveyed their consent to be appointed as the statutory Auditor of the Company along with a confirmation that, their appointment, if made by the members, would be in the limit prescribed under the companies act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration of approval of members.

None of the Directors, Key Managerial Person or their relatives are interested in the said resolution.

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CIN: L31300MH1981PLC023772
Date :30-04-2018

By order of the Board of Directors
For Central Cables Limited
SD/-
Mritunjay Kumar
Company Secretary

CENTRAL CABLES LTD

Registered Office: 5, Temple Road, Civil Lines, Nagpur- 440001

CIN: L31300MH1981PLC023772

Phone: +918550933881; E-mail: care.centralcables@gmail.com; Website: www.centralcables.in

Extra-Ordinary General Meeting

Date: 30.05.2018

Venue: 5, Temple Road, Nagpur.

Time: 11:00 AM

PROXY FORM

(Form No. MGT-11)

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

FOLIO/DP ID AND CLIENT ID:	
NAME OF THE MEMBER:	
REGISTERED ADDRESS:	
ADDRESS:	E MAIL ID:

I/ We, being the member(s) of Central Cables Limited holding _____ shares of the Company, hereby appoint

Name:- _____ Address: _____

Email Id:- _____ Signature:- _____

or failing him/her

Names:- _____ Address: _____

Email Id:- _____ Signature:- _____

or failing him/ her

Name:- _____ Address: _____

Email Id:- _____ Signature:- _____

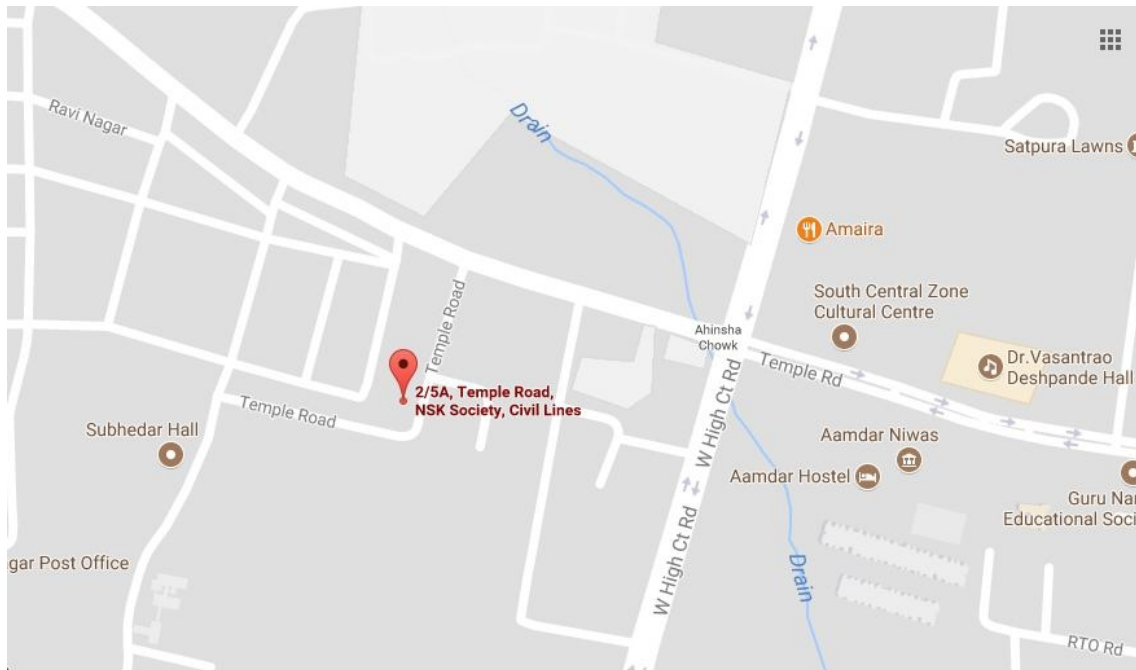
as my/ our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the Extra-Ordinary General Meeting of the Company to be held on **Wednesday, 30th May, 2018** at 11:00 A.M at 5, Temple Road, Civil Lines, Nagpur- 440001 and at any adjournment thereof in respect of resolutions as are indicated below:

Resol ution Nos.	Description of Resolution	Vote (Please mention no. of shares)		
		For	Against	Absent
Ordinary Resolution				
1.	To Appoint M/s. R.K. Patodi & Co. as Statutory Auditor of the to fill the casual vacancy			
Signed this _____ day of _____, 2018; Member's Folio./ DP ID/Client Id No. _____ Signature of Shareholder: _____; Signature of the Proxy: _____				Affix Revenue Stamp of Re. 1/-

Notes:

- Proxy need not to be a member of the Company
- The proxy form in order to be effective should be duly signed by the Member across the Revenue Stamp and should reach at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
- Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representatives to attend the meeting and vote on their behalf at the meeting.
- It is optional to indicate your preference. If you leave the for, against and abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may think appropriate.

Route map for the location of the venue of the Extra-ordinary General Meeting of the Company to be held on 30th of May, 2018, is given below:



CENTRAL CABLES LIMITED

CIN NO. : L31300MH1981PLC023772

Office : 5, Temple Road, Civil Lines, Nagpur - 440001 India. Tel. : 85509333881

Email : care.centralcables@gmail.com, Website: www.centralcables.in

ATTENDANCE SLIP

Extra-ordinary General Meeting

Sr.No. :

Name of Member(s) :	
Registered Address :	
Folio No./DP ID –Client ID :	
No. of Shares held :	
Name of the Proxy (if any) : in Block Letter	
E-mail ID :	

I/we hereby record my/our presence at the Extra-Ordinary General Meeting of the Company on Wednesday, 30th May, 2018 at 11:00 AM at 5 Temple Road, Civil Line, Nagpur- 440001.

Note: Please complete this attendance slip and hand it over at the entrance of the Hall.

Member's/ Proxy's Signature

EVSN (Electronic Voting sequence Number)	*Default PAN
180430009	

*Only the member's who are not updated their PAN Card with Company/Depository Participant shall use default PAN in the Pan Field.