

# CHEMTECH INDUSTRIAL VALVES LIMITED

CIN: L29299MH1997PLC105108

(Regd. Office: 105, Hiranandani Indl. Estate, Opp. Kanjur Marg Rly Station, Mumbai – 400078)

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Website: [www.chemtechvalves.com](http://www.chemtechvalves.com)

## **NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is hereby given that the **22<sup>nd</sup> Annual General Meeting** of the members of **Chemtech Industrial Valves Limited** will be held on **Friday, 28<sup>th</sup> September, 2018** at **11.00 a.m.** at 105, Hiranandani Industrial Estate, Opp. Kanjur Marg Railway Station, Mumbai – 400 078 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on 31<sup>st</sup> March, 2018.
2. To re-appoint Mr. Puneet Pradeep Badkur who retires by rotation and being eligible, offers himself for re-appointment.
3. **To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:**

**“RESOLVED THAT**, in terms of Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, M/s. Raju & Prasad, Chartered Accountants, (Firm Registration No. 003475S), having office at 511, The Corporate Centre, Nirmal Lifestyle Mall, LBS Marg, Mulund West, Mumbai – 400 080, Statutory Auditors of the Company appointed in the Annual General Meeting held in the Financial Year 2017 for the consecutive term of 5 financial years i.e. from 2017-2018 to 2021-2022 continues to hold the office as the statutory auditors of the company.”

The Company has received certificate from the statutory auditors to the effect that their appointment, is within the limits prescribed as per the provisions of Companies Act, 2013 and rules made thereunder.

### **SPECIAL BUSINESS:**

#### **4. Confirmation of appointment of Mr. Santosh Rajaram Rajoriya as an Independent Director of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Santosh Rajaram Rajoriya, Director (DIN 01791096) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**5. Confirmation of appointment of Mr. Parimal Rameshchandra Mehta as an Independent Director of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED that** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Parimal Rameshchandra Mehta, Director (DIN 02451028) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**6. Re-appointment of Mr. Amitabh Rameshchand Luhadia as an Independent Director of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED that** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Amitabh Rameshchand Luhadia, Director (DIN 00034516) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**7. Re-appointment of Mr. Rajnikant Hemchandra Panday as an Independent Director of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED that** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Rajnikant Hemchandra Panday, Director (DIN 06611029) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**8. Re-Appointment of Mr. Niranjay Amritlal Choudhary as a Independent Director of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED that** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Niranjay Amritlal Choudhary, Director (DIN 01891472) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**9. Approval for Re-appointment of Mr. Harsh Pradeep Badkur as a Managing Director of the Company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED that** pursuant to the provisions of Sections 196 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof), Mr. Harsh Pradeep Badkur, Managing Director (DIN 00676715) of the Company be and is hereby reappointed as a Managing Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**10. Approval for Re-appointment of Mr. Ignatious David Chittatukarakaran Inasu as a Whole-Time Director of the company:**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 196 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof), Mr. Ignatious David Chittatukarakaran Inasu, Whole Time Director (DIN 01750827) of the Company be and is hereby reappointed as a Whole Time Director of the Company to hold office for five consecutive years from April 01, 2018 up to March 31, 2023.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

**Notes:**

**1. A MEMBER OF THE COMPANY, WHO IS ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, IS ENTITLED TO APPOINT A PROXY, WHO NEED NOT BE A MEMBER, TO ATTEND AND VOTE ON BEHALF OF HIMSELF/HERSELF AND PROXY NEED NOT BE MEMBER OF THE COMPANY.**

2. The Instrument of appointing the Proxy, in order to be effective, must be received at the Company's Registered Office not less than 48 (Forty Eight) hours before the Commencement of Meeting, Proxies submitted on the behalf of the company, society etc. must be supported by appropriate resolution/authority, as applicable, issued on the behalf of the nominating organization. A person can act as proxy on the behalf of members not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. Members are requested to:

- a. Intimate to the respective Depository Participant, changed if any, in their registered addresses at an early date, in case of shares held in electronic/dematerialized form;
- b. Quote their folio number/ client ID/DP ID in all correspondence;
- c. Consolidate their holdings into one folio in case they hold shares under multiple folios in the identical order of names.

4. Members are requested to write their Client ID and DP ID Nos. in the attendance slip while attending the Meeting for easy identification of attendance at the Meeting.

5. The Register of Members and Share Transfer Books of the Company will remain closed from 24<sup>th</sup> September 2018 to 28<sup>th</sup> September 2018, both days inclusive.

6. Members/ Proxies are requested to bring the Attendance Slip duly filled up for attending the Meeting.

7. Corporate Members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.

8. The Company's Equity Shares are listed on BSE Limited. All the listing fees, till date, have been paid.

9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

10. Members desiring any information relating to the accounts are requested to write to the Company well in advance to enable the management to keep the information ready.

11. Pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA) regarding the Green Initiative, the Annual Report for the Financial Year 2017-18, Notice for the Annual General Meeting (AGM), etc., are being sent, in electronic mode to such of the members, of the company whose e-mail addresses are available with the Company/Depository participant and who have not opted to receive the same in physical form. Members are requested to support the Green Initiative by registering/updating their e-mail addresses, with their respective Depository participant. Members may also note that the Notice of the 22<sup>nd</sup> Annual General Meeting and the Annual Report for 2017-18 are also available at the Company's website <http://www.chemtechvalves.com> for their download. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [investors@chemtechvalves.com](mailto:investors@chemtechvalves.com).

12. Relevant documents referred to in the accompanying Notice shall remain open for inspection at the corporate office of the company during normal business hours (9.30 a.m. to 5.30 p.m.) on all working days except Saturdays and Sundays and including the date of the Annual General Meeting of the Company.

**13. Appointment of Directors:**

Mr. Puneet Pradeep Badkur, the promoter director is proposed to be retired by rotation at the annual general meeting and being eligible offer himself for reappointment. He holds 10,16,668 number of shares in his name.

None of the Directors of the Company is interested in the said business.

The information to be provided pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Directors being appointed is given below.

**14. Voting through electronic means:**

I. 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, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards, 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 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 Central Depository Services (India) Limited (CDSL).

II. 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.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on Monday, 24<sup>th</sup> September 2018 (9:00 am) and ends on Wednesday 26<sup>th</sup> September 2018 (5:00 pm). During this period members' of the Company, holding shares, as on the cut-off date of 21<sup>st</sup> September, 2018 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

**In case of members receiving e-mail:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) 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.
- (v) Next 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](http://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:

	<b>For Members holding shares in Demat Form and Physical Form</b>
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"> <li>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 (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li> <li>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 serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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.
- (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 EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (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 accordingly 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 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.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to Sl. No. (xvii) above to cast vote.
- (B) The voting period begins on 24<sup>th</sup> September, 2018 at 09.00 a.m. and ends on 26<sup>th</sup> September, 2018 at 05.00 p.m. During this period shareholders of the Company, holding shares as on the cut-off date (record date) of 21<sup>st</sup> September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

VI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

VII. Mr. Shriram Imartey, Practicing Company Secretary, (FCS - 5933, CP - 4545) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

VIII. The Chairperson 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.

IX. 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 Chairperson or a person authorized by her in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at [www.chemtechvalves.com](http://www.chemtechvalves.com) and on the website of CDSL immediately after the declaration of result by the Chairperson or a person authorized by her in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

15. Route Map of the venue of the meeting is provided with the report.

16. Members are requested to bring their copies of the Annual Report at the time of attending the Meeting as the same will not be distributed at the Meeting.

By the Order of Board of Directors  
**Chemtech Industrial Valves Limited**

**Place:** Mumbai

**Date:** 04<sup>th</sup> September, 2018

sd/-  
**Roma Roopkumar Bhagtani**  
**Company Secretary & Compliance Officer**



**Explanatory Statements pursuant to Section 102 of The Companies Act, 2013:**

**Item No. 4: Confirmation of appointment of Mr. Santosh Rajaram Rajoriya as an Independent Director of the Company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 03<sup>rd</sup> March, 2018, recommended the appointment of Mr. Santosh Rajaram Rajoriya, as an additional independent director of the company subject to approval of members of the company for the further appointment as independent director of the company for the term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No. 5: Confirmation of appointment of Mr. Parimal Rameshchandra Mehta as an Independent Director of the Company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 21<sup>st</sup> March, 2018, recommended the appointment of Mr. Parimal Rameshchandra Mehta, as an additional independent director of the company subject to approval of members of the company for the further appointment as independent director of the company for the term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No. 6: Re-appointment of Mr. Amitabh Rameshchand Luhadia as an Independent Director of the Company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 23<sup>rd</sup> August, 2018, recommended the further appointment of Mr. Amitabh Rameshchand Luhadia, as an independent director of the company subject to approval of members of the company for the next one more term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No. 7: Re-appointment of Mr. Rajnikant Hemchandra Panday as an Independent Director of the Company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 23<sup>rd</sup> August, 2018, recommended the further appointment of Mr. Rajnikant Hemchandra Panday, as an independent director of the company subject to approval of members of the company for the next one more term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No. 8: Re-Appointment of Mr. Niranjay Amritlal Choudhary as a Independent Director of the Company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 23<sup>rd</sup> August, 2018, recommended the further appointment of Mr. Niranjay Amritlal Choudhary, as an independent director of the company subject to approval of members of the company for the next one more term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No. 9: Approval for Re-appointment of Mr. Harsh Pradeep Badkur as a Managing Director of the Company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 23<sup>rd</sup> August, 2018, recommended the further appointment of Mr. Harsh Pradeep Badkur, as an managing director of the company subject to approval of members of the company for the next one more term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No. 10: Approval for Re-appointment of Mr. Ignatious David Chittatukarakaran Inasu as a Whole-Time Director of the company:**

In terms of the provisions of section 149, 150 and 152 of Companies Act, 2013 (the "Act"), no listed company can appoint or re-appoint an director except executive director for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions of the Act.

The Board of Directors have, at their meeting held on 23<sup>rd</sup> August, 2018, recommended the further appointment of Mr. Ignatious David Chittatukarakaran Inasu, as an whole time director of the company subject to approval of members of the company for the next one more term of 5 years as may be approved by members of the company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**By the Order of Board of Directors  
Chemtech Industrial Valves Limited**

**Place:** Mumbai

**Date:** 04<sup>th</sup> September, 2018

sd/-  
**Roma Roopkumar Bhagtani  
Company Secretary & Compliance Officer**