



# AMCO INDIA LIMITED

(CIN: L74899DL1987PLC029035)

Regd. Office: 10795, Shop No. 7, GF, Jhandewalan Road, Nabi Karim, New Delhi-110 055

Corporate Office: C-53-54, Sector 57, Noida, Uttar Pradesh 201301

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## **NOTICE OF POSTAL BALLOT**

[PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013, READ WITH RULES 22 AND 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014]

Dear Members,

**NOTICE** is hereby given that pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s), clarification(s), or re-enactment(s) thereof for the time being in force, if any), Secretarial Standard-2 on General Meetings, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the “**SEBI (LODR) Regulations, 2015**”] and guidelines prescribed by the Ministry of Corporate Affairs (the “**MCA**”), Government of India, for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated 23<sup>rd</sup> June 2021, 20/2021 dated 8<sup>th</sup> December, 2021 and Circular No. 03/2022 dated 5<sup>th</sup> May, 2022 (hereinafter collectively referred to as “**MCA Circulars**”) and any other applicable laws and regulations, the following resolution is proposed to be passed by the members of Amco India Limited (the “**Company**”) through Postal Ballot by way of voting through electronic means (“**e-voting**”).

An explanatory statement pursuant to Section 102 of the Companies Act, 2013 and other applicable provisions, if any, pertaining to the resolution, setting out the material facts and reasons thereof, is appended along with the Notice.

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR), Regulations, 2015 and MCA Circulars, the Company is offering facility of e-voting to all the members to enable them to cast their votes electronically only. Communication of assent or dissent of the Members would take place only through e-voting system. The members are requested to follow the procedure as stated in the Notes for casting of votes by e-voting.

Upon completion of the scrutiny of the votes cast through e-voting, the Scrutinizer will submit his report to the Chairman or any person authorized by him. The results of the Postal Ballot through e-voting shall be announced on or before **Monday, 18<sup>th</sup> July, 2022**. The said results will be intimated to the BSE Limited where the shares of the Company are listed at [www.bseindia.com](http://www.bseindia.com). Additionally, the results will also be uploaded on the Company’s website at [www.amcoindialimited.com](http://www.amcoindialimited.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).

## **RESOLUTION:**

### **Appointment of Mr. Naseem Ahmad as an Independent Director**

To consider and, if thought fit, to pass, the following resolution as **Special Resolution**:

**“RESOLVED THAT** Mr. Naseem Ahmad (DIN: 07727154), who was appointed as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, with effect from 20<sup>th</sup> April, 2022, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office subject to the approval of members in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, if any ), the appointment of Mr. Naseem Ahmad, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, as an Independent Director of the Company, not liable to retire by rotation, for a term with effect from 20<sup>th</sup> April, 2022 to 19<sup>th</sup> December, 2026, be and is hereby approved.”

For **Amco India Limited**

sd/-

**Surender Kumar Gupta**  
**Chairman & Managing Director**  
**DIN: 00026609**  
**Address: C-53-54, Sector 57,**  
**Noida, U.P-201301**

**Place: Noida, U.P**  
**Date: 07.06.2022**

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## **NOTES:**

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 stating material facts and reasons for the proposed resolution is annexed hereto.
2. In terms of the General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated 23<sup>rd</sup> June 2021, 20/2021 dated 8<sup>th</sup> December, 2021 and Circular No. 03/2022 dated 5<sup>th</sup> May, 2022 (hereinafter collectively referred to as “MCA Circulars”), this Notice along with the instructions regarding e-voting is being sent only by email to all those members, whose email

addresses are registered with the Company or with the depository(ies) / depository participants and whose names appear in the register of members/list of beneficial owners as on the **Cut-off date i.e., Friday, 10<sup>th</sup> June, 2022**. Members may note that this Notice will also be available on the Company's website at [www.amcoindialimited.com](http://www.amcoindialimited.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com). All the members of the Company as on the Cut-off date shall be entitled to vote in accordance with the process specified in this notice.

3. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, 10<sup>th</sup> June, 2022, being the cut-off date, are entitled to vote on the Resolution set forth in this Notice. Any person who is not a member on the Cut-off date shall treat this notice for information purpose only. As per the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot.
4. The Company hereby requests all its members to register their email addresses, if not yet registered, to promote green initiative and to enable the Company to provide all communications to the members through email.
5. The voting rights of Members shall be in proportion to their shares in the Paid-up Equity Share Capital of the Company as on Friday, 10<sup>th</sup> June, 2022, being the cut-off date fixed for the purpose of the Postal Ballot.
6. All the material documents referred to in the Explanatory Statement, shall be available for inspection through electronic mode from 17<sup>th</sup> June, 2022 to 16<sup>th</sup> July, 2022, on the basis of the request being sent by the members. The members who wish to inspect the documents are requested to send an email to [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com) mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
7. For receiving copy of postal ballot notice electronically, members who have not yet registered their email addresses are requested to send an email to Company's RTA i.e Beetal Financial & Computer Services Private Limited at [investor@beetalfinancial.com](mailto:investor@beetalfinancial.com) by mentioning their Name, Folio No. / DP ID and Client ID.
8. In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide voting facility by electronic means ("e-voting") only to the Members, to enable them to cast their votes electronically. The Company has engaged the services of CDSL to provide e-voting facility to its members.
9. A Member cannot exercise his vote by proxy on Postal Ballot.
10. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of your Company has appointed Mr. Mohit Bajaj (M. No.: A33214) of Mohit Bajaj & Associates, Practicing Company Secretaries, as Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

11. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date of the voting period i.e. **Saturday, 16<sup>th</sup> July, 2022**.
12. The declared results along with the report of the scrutinizer shall be forwarded to the BSE Limited and will be uploaded on the Company's website at [www.amcoindialimited.com](http://www.amcoindialimited.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).
13. The details of the process and manner for e-voting are explained in the Notice.

**(A) The procedure and instructions for remote e-voting:**

**INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**

- (i) The remote e-voting period begins on **Friday, 17<sup>th</sup> June, 2022 at 9.00 a.m. (IST)** and ends on **Saturday, 16<sup>th</sup> July, 2022 at 5.00 p.m. (IST)**. During this period, the members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e **Friday, 10<sup>th</sup> June, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 05:00 P.M (IST) on 16<sup>th</sup> July, 2022. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your</li> </ol>

	<p>vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**(iv) Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) 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 e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	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. <ul style="list-style-type: none"><li>• 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.</li></ul>

- (v)** After entering these details appropriately, click on “SUBMIT” tab.
- (vi)** Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the **Amco India Limited** on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians - For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto: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.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com) / M/s. Beetal Financial & Computer Services Private Limited (RTA) at [investor@beetalfinancial.com](mailto:investor@beetalfinancial.com).
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

**(B)** For any further details in this regard including the grievances connected with the voting by electronic means, you may contact:

**i. M/s. Beetal Financial & Computer Services Private Limited**

(RTA of the Company)

Beetal House, 3<sup>rd</sup> Floor, 99, Madan Gir,  
Behind Local Shopping Centre, Dada  
Harsukhdas Mandir, New Delhi- 110062.  
Ph. No.: 011-29961281-82.  
Email: [investor@beetalfinancial.com](mailto:investor@beetalfinancial.com)

**ii. M/s. Central Depository Services (India) Limited**

If you have any queries or issues or grievances regarding facility of voting by electronics means, the same may be addressed to Mr. Rakesh Dalvi Sr. Manager (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

**iii. Investor Communications Centre:**

In order to facilitate quick and efficient service to the members, the company has set up an Investor Communications Center at its Corporate Office, Noida. Members may contact this centre at the under-mentioned address for any assistance including the one connected with the voting by electronic means:

The Company Secretary,  
Investor Communications Center, Amco India Limited,  
Corporate Office: C-53 & 54, Sector-57, Noida, U.P.- 201301  
Tel: 0120-4601500 Fax: 0120-4601548  
E-mail (General): [amco.india@ymail.com](mailto:amco.india@ymail.com)  
Email: (Investor Communications):- [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com)

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

The following Explanatory Statement sets out all material facts relating to the business mentioned in the accompanying Notice dated 7<sup>th</sup> June, 2022.

The Board of Directors of the Company had appointed Mr. Naseem Ahmad (DIN: 07727154), based on the recommendations of the Nomination and Remuneration Committee, as an Additional Director of the Company, with effect from 20<sup>th</sup> April, 2022. Subject to the approval of the Members, Mr. Naseem Ahmad was appointed as an Independent Director for a period commencing from 20<sup>th</sup> April, 2022 to 19<sup>th</sup> December, 2026, not liable to retire by rotation. Mr. Naseem Ahmad, being an Additional Director, holds office subject to the approval of members under Section 161(1) of the Companies Act, 2013 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 but is eligible for appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a member, proposing his candidature for the office of Director.

The Company has received a declaration from Mr. Naseem Ahmad to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the rules framed thereunder and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015. In terms of Regulation 25(8) of SEBI (LODR) Regulations, 2015, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, Mr. Naseem Ahmad fulfils the conditions specified in the Companies Act, 2013 & the rules made thereunder and SEBI (LODR) Regulations, 2015 for appointment as an Independent Director and is independent of the management of the Company.

Mr. Naseem Ahmad has the work experience of more than 34 years. He has rich experience in installation & technical aspects of various goods producing machines. He also holds a Diploma in Mechanical Engineering from Indian Technology Institute, Delhi. Mr. Naseem Ahmad is well versed with technical aspects of the machineries & related equipment. He also has great knowledge on the technical aspects and working of the machineries related to the PVC Sheetings and Aluminum Foil. He has been consultant to various companies across the country.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Mr. Naseem Ahmad would be beneficial to the Company and it is desirable to avail his services as an Independent Director.

Further, details and current directorships as required under SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 for General Meetings are provided in Annexure to this Notice. The terms and conditions of appointment of Mr. Naseem Ahmad as an Independent Director would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com).

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Naseem Ahmad as an Independent Director is being placed before the Members for approval.

The Board recommends a Special Resolution as set out in the accompanying Notice in relation to appointment of Mr. Naseem Ahmad as an Independent Director, for a period commencing from 20<sup>th</sup> April, 2022 to 19<sup>th</sup> December, 2026, for approval of the Members.

Mr. Naseem Ahmad is not related to any other Director or Key Managerial Personnel of the Company.

Except Mr. Naseem Ahmad, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out in the Notice.

For Amco India Limited

sd/-

Surender Kumar Gupta  
Chairman & Managing Director

DIN: 00026609

Address: C-53-54, Sector 57,  
Noida, U.P-201301

Place: Noida, U.P

Date: 07.06.2022

Annexure

**Details of Directors seeking appointment**

**[Pursuant to SEBI (LODR) Regulations, 2015 and Secretarial Standards - 2 on General Meeting]**

<b>Name of Director</b>	<b>Mr. Naseem Ahmad</b>
Date of Birth & Age	12.05.1968 (54 years)
Date of Appointment	20.04.2022
Experience	Practical experience of more than 34 years related to technical aspects and working of the machineries related to the PVC Sheetings & Aluminum Foil.
Expertise in Specific Functional Areas	Technical & Functional aspects of machineries.
Qualification	Graduate or Equivalent
Board Membership of Companies as on date of Postal Ballot	Amco India Limited
Chairman / member of the Committee of Directors of the Companies in which he is a Director as on date of Postal Ballot.	Amco India Ltd. -Stakeholders Relationship Committee (Chairman) - Audit Committee (Member) - Nomination & Remuneration Committee (Chairman)
a. Audit Committee	
b. Stakeholders Relationship Committee	Others - Nil
c. Nomination & Remuneration Committee	
d. Other Committees	

Number of Shares held of Amco India Limited	Nil
Details of Remuneration sought to be paid	Sittings fees as per Companies Act, 2013 as may be decided by Board from time to time.
Terms and Conditions of appointment	Appointment as an Independent Director for a period commencing from 20 <sup>th</sup> April, 2022 to 19 <sup>th</sup> December, 2026.
Relationship with other directors	Not related with any Director of the Company.
Number of meetings of the Board attended during FY 2022-23	2 (Two)
Remuneration paid during FY 2022-23	Mr. Naseem Ahmad has not been paid any remuneration during his tenure with the Company till the date of this Postal Ballot Notice.

For Amco India Limited

sd/-

**Surender Kumar Gupta**  
**Chairman & Managing Director**  
**DIN: 00026609**  
**Address: C-53-54, Sector 57,**  
**Noida, U.P-201301**

**Place: Noida, U.P**  
**Date: 07.06.2022**