

PRITIKA AUTO INDUSTRIES LIMITED

CIN: L45208PB1980PLC046738

POSTAL BALLOT NOTICE

PRITIKA AUTO INDUSTRIES LTD.

(Formerly known as Shivkrupa Machineries And Engineering Services Limited)

CIN: L45208PB1980PLC046738

Registered Office: - Plot No.C-94, Phase -VII, Industrial Focal Point, S.A.S. Nagar, Mohali - Punjab -160 055 -India

Phone No: - -91 - 0172 -5008900 /01 Email Id: compliance@pritikaautoindustries.com Website:

www.pritikaautoindustries.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, (hereinafter referred to as **"the Act"**), read together with the Companies (Management and Administration) Rules, 2014 (**"Rules"**) (including any statutory modification or re-enactment thereof for the time being in force) to the Members of **Pritika Auto Industries Limited** (hereinafter referred to as **"the Company"**) that the resolutions appended below are proposed to be passed by way of postal ballot / e-voting as the case may be.

The explanatory statement pertaining to the said resolutions setting out the material facts concerning each items and the reasons thereof are annexed hereto along with the Postal Ballot Notice (hereinafter referred to as **"the Postal Ballot Form"**) for your consideration.

The Board of Directors of the Company has appointed Mr. Sushil K Sikka (FCS- 4241), CP 3582, Practicing Company Secretary, # 5441, Sector 38 West, Chandigarh-160014 as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

The businesses of the Postal Ballot shall, in addition to physical voting, also be transacted through electronic voting system. Accordingly, the Company in compliance with, Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, is pleased to provide to the Members (whether holding shares in physical or in dematerialized form) the facility to exercise their right to vote on the matter included in the notice of the Postal Ballot by electronic means i.e. through e-voting services provided by National Securities Depository Limited (NSDL).

The e-voting period commences on 25th February, 2019 at 9.00 a.m. and ends on 26th March, 2019, at 5.00 p.m. Please read carefully and follow the instructions as printed in this Notice for e-voting.

Those Members, who do not have access to e-voting facility can send their assent or dissent in writing on the Postal Ballot Form attached herewith. Members are requested to carefully read the instructions printed on the Postal Ballot Form and return the Postal Ballot Form duly completed and signed in the attached self-addressed, postage pre-paid business reply envelope, so as to reach the Scrutinizer before the close of the working hours 5.00 p.m. on 26th March, 2019, at Mr. Sushil K Sikka, Company Secretary, Scrutinizer c/o Pritika Auto Industries Ltd., Regd. Office: Plot No. C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab-160055, Phone: 0172-5008900/01. Please note that any Postal Ballot Form(s) received after 5.00 p.m. on 26th March, 2019 will be treated as not received.

The Scrutinizer will submit his report to the Chairman or in his absence, any Director authorised by the Board, after the completion of the scrutiny of the Postal Ballots (physical and e-voting). The results of the voting by Postal Ballot will be announced by the Chairman of the Company or in his absence, any person authorized by him on 28th March, 2019 at 5.00 p.m. at the Registered Office of the Company and will be displayed on the notice board at the registered office of the Company. The results of the Postal Ballot will also be posted on the Company's website www.pritikaautoindustries.com and on the website of National Securities Depository Limited, besides communicating to the Stock Exchange i.e. BSE Limited and Calcutta Stock Exchange.

SPECIAL BUSINESSES**ITEM NO. 1. APPROVAL FOR CONTINUANCE OF MR. RAMINDER SINGH NIBBER AS DIRECTOR WHO HAS ATTAINED THE AGE OF 77 YEARS:**

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

“**RESOLVED** that pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with section 196(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and subject to such approval, consents, permissions, terms and conditions if any as may be considered necessary from the appropriate authorities, consent of the Members be and is hereby accorded for continuance of the Directorship of Mr. Raminder Singh Nibber, the Non-Executive Promoter Director / Chairman (DIN- 00239117) of the Company who has attained the age of 75 years and is aged around 77 years at present, as long as he continues in the office of Director of the Company on the existing terms and conditions including liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 2. APPOINTMENT OF MR. RAMINDER SINGH NIBBER (DIN: 00239117) AS WHOLE TIME DIRECTOR AND PAYMENT OF REMUNERATION:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (‘the Act’) (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the appointment of Mr. Raminder Singh Nibber, Director (DIN: 00239117), as Whole Time Director of the Company for a period of 3 years commencing from 01/04/2019 on the remuneration, terms and conditions as mentioned hereunder:

Remuneration:

1. Basic Salary: Rs. 5,00,000/- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.
2. Perquisites: In addition to the Salary as set out above, the Whole Time Director shall be entitled to the following perquisites
 - a. House Rent Allowance Rs. 1,00,000/- p.m. with such annual increase as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made there under, wherever applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The appointee will also be entitled for:

- i) Car with driver for use on company’s business and telephone facilities at residence. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee.
- ii) Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company’s business.
- iii) Medical/hospitalization expenses as per actual, for self and family. Family defined as spouse and two dependent children.

iv) Business Class Air Fare for self and family once in a year to any destination. Family defined as spouse and two dependent children.

v) Club Fees: Fees and expenses at clubs subject to a maximum of two clubs. This will not include life membership fees.

vi) Life/ health insurance for self and family

The appointee will be entitled for the following perquisites which shall not be included in the computation of the ceiling of Managerial Remuneration:

i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either taken singly or put together are not taxable under Income Tax Act, 1961.

ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and

iii) Encashment of leave at the end of the tenure.

Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Raminder Singh Nibber, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration by way of salary, perquisites and allowances as specified above.

RESOLVED FURTHER that in the event of any statutory amendment/ modification of Schedule V, the Board of Directors or a Committee thereof be and is hereby authorized to alter, vary or increase the remuneration of the appointee within such prescribed limits of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER that Mr. Raminder Singh Nibber is also appointed as Chairman of the company and will be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Raminder Singh Nibber and/or Mr. Harpreet Singh Nibber, Directors of the Company or the Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, in relation to the above and to settle all matters arising out of and incidental thereto and to sign, execute and submit deeds, applications, forms, returns, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution."

ITEM NO. 3. PAYMENT OF REMUNERATION TO MR. HARPREET SINGH NIBBER (DIN:00239042) MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('the Act') (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to payment of remuneration to Mr. Harpreet Singh Nibber, Managing Director of the Company for a period of three years commencing from 01/04/2019 as per details mentioned hereunder:

Remuneration:

1. Basic Salary: Rs. 7,50,000/- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

2. Perquisites: In addition to the Salary as set out above, the Managing Director shall be entitled to the following perquisites

a. House Rent Allowance Rs. 2,00,000/- p.m. with such annual increase as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made there under, wherever applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The appointee will also be entitled for:

- i) Car with driver for use on company's business and telephone facilities at residence. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee.
- ii) Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business.
- iii) Medical/hospitalization expenses as per actual, for self and family. Family defined as spouse and two dependent children.
- iv) Business Class Air Fare for self and family once in a year to any destination. Family defined as spouse and two dependent children.
- v) Club Fees: Fees and expenses at clubs subject to a maximum of two clubs. This will not include life membership fees.
- vi) Life/ health insurance for self and family

The appointee will be entitled for the following perquisites which shall not be included in the computation of the ceiling of Managerial Remuneration:

- i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either taken singly or put together are not taxable under Income Tax Act, 1961.
- ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and
- iii) Encashment of leave at the end of the tenure.

Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Harpreet Singh Nibber, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration by way of salary, perquisites and allowances as specified above.

RESOLVED FURTHER that in the event of any statutory amendment/ modification of Schedule V, the Board of Directors or a Committee thereof be and is hereby authorized to alter, vary or increase the remuneration of the appointee within such prescribed limits of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber is also appointed as Chief Executive Officer of the company and will not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Raminder Singh Nibber and/or Mr. Harpreet Singh Nibber, Directors of the Company or the Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, in relation to the above and to settle all matters arising out of and incidental thereto and to sign, execute and submit deeds, applications, forms, returns, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution."

ITEM NO. 4.**APPOINTMENT OF MR. AJAY KUMAR, DIRECTOR (DIN:02929113) AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION:**

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (‘the Act’) (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the appointment of Mr Ajay Kumar (DIN02929113) as Whole Time Director designated as Executive Director of the Company for a period of 3 years commencing from 01/04/2019 on the remuneration, terms and conditions as mentioned hereunder:

Remuneration:

1. Basic Salary: Rs.2,50,000 /- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.
2. Perquisites: In addition to the Salary as set out above, the Executive Director shall be entitled to the following perquisites
 - a. House Rent Allowance Rs.1,00,000/- p.m. with such annual increase as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.
 - b. Uniform Allowance Rs. 7,000/- p.m.
 - c. Other Allowances Rs.8,000/- p.m.

For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made there under, wherever applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The appointee will also be entitled for:

- i) Car with driver for use on company’s business and telephone facilities at residence. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee.
- ii) Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company’s business.

The appointee will be entitled for the following perquisites which shall not be included in the computation of the ceiling of Managerial Remuneration:

- i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either taken singly or put together are not taxable under Income Tax Act, 1961.
- ii) Gratuity payable at a rate not exceeding half a month’s salary for each completed year of service, and
- iii) Encashment of leave at the end of the tenure.

Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Ajay Kumar, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration by way of salary, perquisites and allowances as specified above.

RESOLVED FURTHER THAT in the event of any statutory amendment/ modification of Schedule V, the Board of Directors or a Committee thereof be and is hereby authorized to alter, vary or increase the remuneration of the appointee within such prescribed limits of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT Mr. Ajay Kumar will be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Raminder Singh Nibber and/or Mr. Harpreet Singh Nibber, Directors of the Company or the Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, in relation to the above and to settle all matters arising out of and incidental thereto and to sign, execute and submit deeds, applications, forms, returns, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this

ITEM NO. 5. APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013:

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

“RESOLVED THAT pursuant to the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, and other applicable rules and provisions, if any, of Companies Act, 2013, approval of members of the Company be and is hereby accorded for making of loan(s) including loan represented by way of Book Debt (the “Loan”) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/ to be taken by Pritika Industries Ltd., being entity covered under the category of ‘a person in whom any of the director of the company is interested’ as specified in the explanation to Sub section 2 of the said Section, of an aggregate outstanding amount not exceeding Rs.100 Crores (Rupees One Hundred Crores only) at any time, as may be decided by the Board of Directors, from time to time.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid Loan/ Guarantee/ security, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

**By Order of the Board of Directors
For Pritika Auto Industries Limited
Sd/-
Vedant Bhatt
Company Secretary**

Place: Mohali

Dated: 12th February, 2019

Notes:

1. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offers e-voting option to the Members as an alternative to enable them to cast their votes.
2. The Company has engaged the services of M/s. National Securities Depository Limited (NSDL) for the purpose of e-voting facility to all its members. Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions in the notes under section "voting through electronic means" in the notice.
3. Explanatory Statement for the proposed resolutions mentioned above, pursuant to Section 102 of the Companies Act, 2013 read with Section 110 of the Companies Act, 2013 setting out material facts is appended herewith.
4. A copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company during office hours on all working days, except Saturday and Sunday and other holidays, between 11:00 a.m. and 1:00 p.m. up to the date of declaration of results of postal ballot i.e. 28th March, 2019.
5. The notice, together with the documents accompanying the same, is being sent to all the members, by permitted mode (and electronically by e-mail to those members who have registered their e-mail ids with the Company's Registrar and share Transfer agents / CDSL/NSDL) whose names appear in the Register of Members/ list of beneficial owners as received from CDSL and NSDL as on the close of working hours on 15th February, 2019 i.e. "the cut-off date". Any person who acquires shares of the Company and becomes a member of the company after the dispatch of the notice and holding shares may cast their vote by e-voting. The notice will be displayed on the website of the Company www.pritikaautoindustries.com and on the website of NSDL.
6. The date of dispatch of the notice and the Explanatory Statement will be announced through advertisement in the following newspapers: - (i) Financial Express in English language and (ii) Rozana Spokesman in Punjabi language have wide circulation in the district where the Registered Office of the Company is situated.
7. The Company has appointed Mr. Sushil K Sikka (FCS- 4241), Proprietor of M/s. S K Sikka & Associate, Company Secretaries, Practicing Company Secretary, Chandigarh CP 3582, the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.
8. The Postal Ballot form together with the self-addressed business reply envelope is enclosed for the use of the members. Members voting in physical form are requested to carefully read the instructions printed on the enclosed Postal Ballot form. Members who have received the Postal Ballot notice by e-mail and who wish to vote through the postal ballot form can download the Postal Ballot Form from the Company's corporate website www.pritikaautoindustries.com or seek duplicate postal ballot form from **M/s. Satellite Corporate Services Pvt. Ltd**, the Registrar and Share Transfer Agent or Registered Office of the Company. Members shall fill in the requisite details and send the duly completed, and signed postal ballot form in the enclosed self addressed postage pre-paid envelope to the Scrutinizer before the close of working hours i.e. 5.00 p.m. on 26th March, 2019. The postage cost will be borne by the Company. However, envelopes containing Postal Ballots, if sent by courier or registered post / speed post at the expense of the Members will also be accepted. Assent / Dissent received after 5.00 p.m. on 26th March, 2019, would be strictly treated as if reply from the Members has not been received.
9. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected. There will be only 1 (one) Postal Ballot form for every registered folio / client ID irrespective of the members of joint Members.

The Postal Ballot form should be completed and signed by the member as per specimen signature registered with the Company and/or furnished by the Depositories. In case, shares are jointly held, this form should be completed and signed by the first named Member and, in his/her absence, by the next named Member. Holder(s) of Power of Attorney ("POA") on behalf of a Member may vote on the postal ballot mentioning the registration number of the POA with the Company or enclosing a copy of the POA authenticated by a notary. In case of shares held by companies, societies etc., the duly completed postal ballot form should be accompanied

by a certified copy of the board resolution/ authorization giving the requisite authority to the person voting on the postal ballot form. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny of the postal ballots including e-votes submitted. The Scrutinizer's decision on the validity of the votes (including e-votes) shall be final. The results of the postal ballot including e-voting will be announced on 28th March, 2019 at the Registered office of the company situated at Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab, 160055.

10. The results, together with the Scrutinizer's Report, will be displayed at the registered Office of the Company and on the website of Company ([https:// www.pritikaautoindustries.com](https://www.pritikaautoindustries.com)), besides being communicated to BSE Limited and the National Securities Depository Limited. The result of the Postal Ballot shall also be announced through newspaper advertisement. In the event, the resolutions are assented to by the requisite majority of Members by means of Postal Ballot, the date of declaration of Postal Ballot result shall be deemed to be the date of passing of the said resolutions.
11. Kindly note that the Members can opt only one mode for voting i.e. either by physical ballot or e-voting. If you are opting for e-voting, then do not vote by physical ballot and vice versa. However, in case Member(s) cast their vote both via physical ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.
12. The vote on postal ballot cannot be exercised through proxy.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1: Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:
<https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a. **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b. **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c. **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?

- i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a. Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system:

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail sikkasushil@gmail.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL by email at evoting@nsdl.co.in or call on.: 1800 222 990.

Other Instructions:

1. The e-voting period commences on 25th February, 2019 (9.00 a.m. IST) and ends on 26th March, 2019 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on 22nd February, 2019, i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
2. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 15th February, 2019.
3. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares may obtain the login ID and password by sending an email to pratikaautoindustries@gmail.com or evoting@nsdl.co.in by mentioning their Folio No. /DP ID and Client ID No. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on www.evoting.nsdl.com.
4. The Scrutinizer shall, immediately after the conclusion of voting through postal ballot, count the votes cast through postal ballot, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within 3 days of conclusion of the voting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.
5. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.pritikaautoindustries.com and on the website of NSDL www.evoting.nsdl.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

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

ITEM 1 & 2:

Regulation 17(1A) of SEBI(LODR) Regulations 2015 requires that any Non-Executive Director who has attained the age of 75 years or more cannot be appointed or continue as a Non-Executive Director in any listed Company until and unless approval of Members have been obtained for same by way of Special Resolution.

Since the existing Non-Executive Director of the Company Mr. Raminder Singh Nibber is covered under the aforesaid provision for being aged more than 75 years, the Company is required to obtain approval of Members by way of special resolution for keeping his Directorship continued in the Company post 01-04-2019.

Apropos above, special resolution have been proposed for seeking approval of the Members in case of existing Director of the Company viz Non-Executive Promoter Director Mr. Raminder Singh Nibber.

Mr. Raminder Singh Nibber is a Mechanical Engineer with more than 56 years' experience in automobile industry. He is one of the promoters of the company. The continuance of the aforesaid Non-Executive Promoter Director i.e. Mr. Raminder Singh Nibber on the board of Directors of the Company is essential considering the long standing experience and his contribution in the progress of the company and as such he is pivotal to the establishment of the company.

Due to his sincere efforts and hard work, the company is progressing day by day. Mr. Nibber is in good health and his age will not be a limiting factor in performance of his duties and responsibilities.

He has been awarded Udyog Patra for Self-Made entrepreneur by the Institute of Trade and Industrial Development in July, 2003 and Star of the Asia Award by Economic Growth Society of India in the year 2015. He has also been awarded with excellence in Quality Award by Department of Industries & Commerce, Govt. of Punjab. He is active member of various Industrial & Trade Associations. He is Chairman of CII, Mohali Zone. He is a member of Rotary Club, Chandigarh (Central) and Mohali Industries Association. He is also involved in Philanthropic Activities.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company subject to approval by the shareholders of the company by Special Resolution, has approved his continuance as director notwithstanding that he has attained the age of seventy five years.

The Hon'ble NCLT, Chandigarh Bench vide its order dated 6/2/2019 has sanctioned the 'Scheme of Amalgamation' approving amalgamation of Pritika Autocast Ltd. (the Transferor Company no.1) and Nibber Castings Pvt. Ltd. (the Transferor Company no.2), the wholly owned subsidiaries of Pritika Auto Industries Ltd. with Pritika Auto Industries Ltd. (the Transferee Company). After amalgamation the company will require experienced executives to look after manufacturing units of the transferor companies. Mr. Raminder Singh Nibber is drawing salary of Rs. 2,50,000/- per month from Nibber Castings Pvt. Ltd.(NCPL) which will be stopped after amalgamation of NCPL with Pritika Auto Industries Ltd. Further to be benefitted with the extensive knowledge of Company's operations and rich experience and expertise in automobile industry, the Board of Directors on recommendation of Nomination & Remuneration Committee and subject to approval of the members of company by Special Resolution, has appointed Mr. Raminder Singh Nibber as Whole Time Director of the Company for a period of three years commencing from 1/4/2019 on the remuneration, terms and conditions as stated in the resolution. He will be Chairman of the company and liable to retire by rotation. Mr. Raminder Singh Nibber is also Managing Director of Pritika Industries Ltd. and Director in Pritika Engineering Components Pvt. Ltd.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Raminder Singh Nibber, being appointee and Mr. Harpreet Singh Nibber being his relative are, in any way, concerned or interested in the said resolution.

The Board recommends the special resolutions set forth at Item No. 1&2 of the Notice for the approval of the members.

The above be also considered as disclosure under the provisions of the Companies Act, 2013.

ITEM 3:

Mr. Harpreet Singh Nibber was appointed as Managing Director of the company by the members of the company in their Annual General Meeting held on 27/09/2017 for a period of five years w.e.f 30/5/2017. He is working on Honorary basis and not getting any remuneration from the company. Hon'ble NCLT, Chandigarh Bench vide its order passed on 6/2/2019 has sanctioned the 'Scheme of Amalgamation' approving amalgamation of Pritika Autocast Limited, (the 1st Transferor Company) and Nibber Castings Private Limited, (the 2nd Transferor Company),(the wholly owned subsidiaries of Pritika Auto Industries Ltd.) with Pritika Auto Industries Limited,(the Transferee Company). After amalgamation the company will require experienced executives to look after manufacturing units of the transferor companies. The involvement and working pressure on the Managing Director will increase substantially. Mr. Harpreet Singh Nibber is drawing salary of Rs. 4,00,000/- per month from Pritika Autocast Ltd.(PACL) and Rs. 3,00,000/- per month from Nibber Castings Pvt. Ltd.(NCPL) which will be stopped after amalgamation of PACL and NCPL with Pritika Auto Industries Ltd. Considering the above, the Board of Director on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members by Special Resolution has approved payment of remuneration to Mr. Harpreet Singh Nibber, Managing Director of the company for a period of three years w.e.f. 01/04/2019 as per details given in the resolution.

Mr. Harpreet Singh Nibber aged 47 years, is a young B.E in Mechanical Engineering with more than 23 years experience in industry. He has been associated with the company since 2017 and is looking after all the functional areas. After amalgamation of wholly owned subsidiaries, he will look after functional areas of production, marketing and growth strategy of the company. In view of his involvement and his extensive knowledge of Company's operations and rich experience and expertise in managing the affairs of the Company, it is proposed to pay him remuneration as per details in resolution. He will not be liable to retire by rotation. Mr. Harpreet Singh Nibber is also director in Pritika Industries Ltd. and Pritika Engineering Components Pvt. Ltd.

Mr. Harpreet Singh Nibber, being the appointee and Mr. Raminder Singh Nibber, being his relative, be deemed concerned or interested in this resolution.

The Board recommends the special resolution set forth at Item No. 3 of the Notice for the approval of the members.

The above be also considered as disclosure under the provisions of the Companies Act, 2013.

ITEM 4:

Mr Ajay Kumar was appointed as Executive Director of the company by the members of the company in their Annual General Meeting held on 27/09/2017 w.e.f. 30/05/2017. He is not getting any remuneration from the company. Hon'ble NCLT, Chandigarh Bench vide its order passed on 6/2/2019 has sanctioned the 'Scheme of Amalgamation' approving amalgamation of Pritika Autocast Limited, (the 1st Transferor Company) and Nibber Castings Private Limited, (the 2nd Transferor Company),(the wholly owned subsidiaries of Pritika Auto Industries Ltd.) with Pritika Auto Industries Limited, (the Transferee Company). After amalgamation of wholly owned subsidiaries, the company will require executives to manage the manufacturing units of transferor companies. The involvement and working pressure on the Executive Director will increase substantially. Mr. Ajay Kumar is drawing salary of Rs. 3,30,000/- per month from Pritika Autocast Ltd. (PACL) which will be stopped after amalgamation of PACL with Pritika Auto Industries Ltd. Considering the above, the Board of Directors on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members by Special Resolution has appointed Mr. Ajay Kumar as Whole Time Director of the company designated as Executive Director, for a period of three years w.e.f. 01/04/2019, on the remuneration as set out in resolution no. 4 above.

Mr. Ajay Kumar aged 44 years, is a young B.E with M.B.A. He has more than 18 years experience in industry. He has been associated with the company since 2017 and is looking after all the functional areas. After amalgamation of wholly owned subsidiaries, he will also look after functional areas of production, marketing and growth strategy of the company. In view of his involvement and his extensive knowledge of Company's operations and rich experience and expertise in production & marketing, it is proposed to appoint him Whole Time Director designated as Executive Director and to pay him remuneration as per details in resolution. He will be liable to retire by rotation. Mr. Ajay Kumar is also director in Pritika Industries Ltd.

Mr. Ajay Kumar, being the appointee be deemed concerned or interested in this resolution.

The Board recommends the special resolution set forth at Item No.4 of the Postal Ballot Notice for the approval of the members by Special Resolution.

The above be also considered as disclosure under the provisions of the Companies Act, 2013.

ITEM 5:

In the light of amendments notified effective May 7, 2018, inter-alia replacing the provisions Section 185 of Companies Act, 2013, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities. The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time, only for principal business activities of the entities in the Pritika Group of Companies.

The Company may be required to make loan(s) including loan represented by way of Book Debt (the "loan") to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan, including loan represented by way of Book debt, if any (the "Loan") taken/ to be taken by Pritika Industries Ltd (PIL). PIL is an entity covered under the category of 'a person in whom any of the director of the company is interested' as specified in the explanation to Sub-section 2 of the Section 185 of Companies Act, 2013. The said Loan(s)/ guarantee(s)/security(ies) shall be utilised by PIL for their principal business activities and the matters connected and incidental thereto (the "Principal Business Activities"). Hence, consent of the members is being sought by way of a special resolution pursuant to Section 185 of the Companies Act, 2013 (as amended by the Companies (Amendment) Act, 2017) for making of Loan(s) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/ to be taken by PIL of an aggregate outstanding amount not exceeding Rs.100 Crores (Rupees hundred crores only) at any time and necessary delegation of authority to the Board for this purpose. Your Directors recommend the resolution set out at Item no. 5 to be passed as a special resolution by the members. Following are the brief particulars of Loan proposed to be given or guarantee to be given or security to be provided by your Company to PIL.

Name of the Company	Particulars of loans to be given, or guarantee to be given or security to be provided	Purpose
Pritika Industries Limited	Aggregate amount of loans to be given or guarantee to be given or securities to be provided shall not exceed an amount of Rs. 100 Crores at any time.	Procurement of Plant and machineries, sale and purchase of goods/ services, Fixed Assets or any other expense including working capital requirements to support its Principal Business Activities

Except Mr. Raminder Singh Nibber, Mr. Harpreet Singh Nibber & Mr. Ajay Kumar, being common Directors and shareholders between PIL and the Company including relatives of Mr. Raminder Singh Nibber and Mr. Harpreet Singh Nibber to the extent of their shareholding in the Company, if any, none of the other Directors or the Key Managerial Personnel or their relatives are in any way interested or concerned, financially or otherwise in this Resolution. Further, PIL being the promoter and shareholder of the Company is also interested in the resolution.

The Board recommends the special resolution set forth at Item No.5 of the Postal Ballot Notice for the approval of the members by Special Resolution.

**By Order of the Board of Directors
For Pritika Auto Industries Limited**

**Place: Mohali
Dated: 12th February, 2019**

**Sd/-
Vedant Bhatt
Company Secretary**

THE INFORMATION REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN CASE OF SPECIAL RESOLUTIONS ARE AS FOLLOWS

I		General Information															
1	Nature of industry	The company is engaged in manufacturing of parts and components for Tractor Industry and trading of machineries and their parts.															
2	Date of commencement of business	The Company commenced business in April, 1980															
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA															
4	Financial performance based on given indicators	The Financial performance based on given indicators for the year ended 31/3/2018 is as follows: <table style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th></th> <th colspan="2">Amount (Rs. in lacs)</th> </tr> <tr> <th></th> <th>Consolidated</th> <th>Standalone</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>17,004.21</td> <td>127.88</td> </tr> <tr> <td>Net Profit (before tax)</td> <td>1,408.88</td> <td>83.87</td> </tr> <tr> <td>EPS (in Rs.)</td> <td>7.56</td> <td>0.41</td> </tr> </tbody> </table>		Amount (Rs. in lacs)			Consolidated	Standalone	Turnover	17,004.21	127.88	Net Profit (before tax)	1,408.88	83.87	EPS (in Rs.)	7.56	0.41
	Amount (Rs. in lacs)																
	Consolidated	Standalone															
Turnover	17,004.21	127.88															
Net Profit (before tax)	1,408.88	83.87															
EPS (in Rs.)	7.56	0.41															
5	Foreign investments or collaborators, if any	Foreign investors mainly comprise of NRIs holding 23.68% and FIIs holding 0.51 % of total shareholding as on 31.12.2018. The company does not have any foreign collaborations.															

II					Information about the appointee
1	Name and Designation of the Director	Mr. Harpreet Singh Nibber Managing Director	Mr. Raminder Singh Nibber Whole-Time Director	Mr. Ajay Kumar Whole-Time Director	
2	Background details	Mr. Harpreet Singh Nibber - aged 47 years, is a young B.E. in Mechanical Engineering having more than 23 years of experience in the industry. He has been trained for Production Management & Business Planning Programme at AOTS, OSAKA, Japan and has participated in Management programme for Entrepreneurs by Nadathur S. Raghavan Center for Entrepreneurial Learning (NSRCEL), January, 2009.	Mr. Raminder Singh Nibber - aged 77 years, is a Mechanical Engineer having 56 years experience in industry. He is active member of various Industrial & Trade Associations. He is Chairman of CII, Mohali Zone. He is a member of Rotary Club, Chandigarh (Central) and Mohali Industries Association.	Mr. Ajay Kumar- aged 44 years is a Mechanical Engineer with MBA. He has 18 years experience in the industry. He is an approved Internal Auditor for ISO. He has been associated with the company since 2017. He will also look after functional areas of production, marketing and growth strategy of the company.	
3	Past remuneration paid	Nil	Nil	Nil	

4	Recognition or awards	He has been awarded Excellence in Quality Award at Enterprise 2001 at IETF in Delhi conducted by CII and bagged a display award in "Made in Punjab Show", Toronto, Canada.	He has been awarded Udyog Patra for Self-Made entrepreneur by the Institute of Trade and Industrial Development in July, 2003 and Star of the Asia Award by Economic Growth Society of India in the year 2015. He has also been awarded with excellence in Quality Award by Department of Industries & Commerce, Govt. of Punjab.	He is an approved Internal Auditor for ISO.
5	Job profile and his suitability	As Managing Director of the company, Mr. Harpreet Singh Nibber is responsible for the overall performance of the company. He has been instrumental in giving direction to the entire team of the company and has been responsible for monitoring their performance on regular basis. He is actively involved with the functional areas of production, marketing and growth strategy of the company. He has more than 23 year experience in industry. He is promoter and associated with the company since the year 2017. Keeping in view of his contribution to the Company, his qualification and experience, the Board considers his appointment to be in the best interests of the Company.	As whole time director he will be responsible for overall supervision and control of affairs of the business. He is the Promoter of the company and is associated with the company since 2017. He has 56 years experience in industry. His entrepreneurial spirit coupled with the engineering skills & the thorough understanding about the procurement process makes him highly suitable for the job. He is in good health and his age will not be a limiting factor in execution of his duties and responsibilities.	As whole time director he will be responsible for handling production, quality and marketing. He has about 18 years of experience in various engineering industries and has been associated with Pritika for the last 16 years. Keeping in view of his contribution to the Company, his qualification and experience, the Board considers his appointment as whole time director to be in the best interests of the Company.
6	Remuneration proposed	*Salary Rs. 7,50,000/- per month excluding perquisites. For perquisites details, please refer Resolution No. 3 of the notice.	**Salary Rs. 5,00,000/- per month excluding perquisites. For perquisites details, please refer Resolution No. 2 of the notice.	***Salary Rs. 2,50,000/- per month excluding perquisites. For perquisites details, please refer Resolution No. 4 of the notice.

7	Comparative remuneration with respect to industry, size of company, profile of the position and person	Taking into consideration of the size of company, profile of Mr. Harpreet Singh Nibber and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to the managerial persons in other companies in the industry.	Taking into consideration of the size of company, profile of Mr. Raminder Singh Nibber and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to the managerial persons in other companies in the industry.	Taking into consideration of the size of company, profile of Mr. Ajay Kumar and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to the managerial persons in other companies in the industry.
8	Pecuniary Relationship with the Company and Other Managerial Person in the Company	Besides the remuneration proposed, he also holds 2,054,934 equity shares of the company. He is Son of Mr. Raminder Singh Nibber, Chairman & director of the company.	Besides the remuneration proposed, he also holds 1,171,182 equity shares of the company. Mr. R.S. Nibber is father of Mr. Harpreet Singh Nibber, Managing Director of the Company.	Besides the remuneration proposed, he also holds 970 equity shares of the company. Mr. Ajay Kumar is not related to any other Director and Key Managerial Personnel of the Company.

*Mr. Harpreet Singh Nibber is drawing Salary of Rs. 4,00,000/- per month from Pritika Autocast Ltd. (PACL) and Rs. 3,00,000/- per month from Nibber Castings Pvt. Ltd.(NCPL) which after amalgamation of PACL and NCPL with Pritika Auto Industries Ltd will be stopped.

**Mr. Raminder Singh Nibber is drawing Salary of Rs. 2,50,000/- per month from Nibber Castings Pvt. Ltd.(NCPL) which after amalgamation of NCPL with Pritika Auto Industries Ltd will be stopped.

***Mr. Ajay Kumar is drawing Salary of Rs. 3,30,000/- per month (including perquisites) from Pritika Autocast Ltd. (PACL) which after amalgamation of PACL with Pritika Auto Industries Ltd will be stopped.

III.	Other Information	
1	Reasons of loss or inadequate profits	The Company does not envisage any loss or inadequate profits. Since the company is engaged in a labour intensive sector and is susceptible to raw material fluctuation and challenging business environment, this may affect the profitability of the Company in future. The Company proposes to obtain approval of Members as an abundant caution in case the profits are insufficient to pay the managerial remuneration as above.
2	Steps taken or proposed to be taken for improvement	The business model of Pritika has been centred around automotive and tractor components for OEM manufacturers. The company believes that it is well positioned to capture significant growth opportunities and profitability. The company has taken following steps: -Extensive reach and market share -Strong marketing -Strong distribution and high connectivity -State of art technology and infrastructure -To control cost and wastage -To increase capacity utilization and scale of operation
3	Expected increase in productivity and profits in measurable term`	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

PRITIKA AUTO INDUSTRIES LIMITED

(Formerly known as Shivkrupa Machineries And Engineering Services Limited)

CIN: L45208PB1980PLC046738

Registered Office: - Plot No.C-94, Phase –VII, Industrial Focal Point, S.A.S. Nagar, Mohali – Punjab -160 055 -India

Phone No: - -91 - 0172 -5008900 /01 Email Id: compliance@pritikaautoindustries.comWebsite: www.pritikaautoindustries.com**POSTAL BALLOT FORM**

Sr. No. :

1. Name & Registered Address of the Sole/first named Member :
2. Name(s) of the Joint Holder(s), if any :
3. Registered Folio No./DP ID & Client ID No.:
4. No. of Shares held :
5. I/ We hereby exercise my/ our vote in respect of the following Special Resolution to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot dated 12th February, 2019 of the Company, by sending my/ our assent or dissent to the said resolutions by placing a tick (√) mark at the appropriate box below:

Sr. no.	Description	No. of Shares	Type of the Resolution	(For) I/We assent to the Resolution	(Against)I/We dissent to the Resolution
1.	Continuance of Mr. Raminder Singh Nibber as Director & Chairman of the company notwithstanding that he has attaining the age of 75 Years.		Special		
2.	Appointment of Mr. Raminder Singh Nibber (DIN: 00239117) as Whole Time Director and payment of remuneration		Special		
3.	Payment of remuneration to Mr. Harpreet Singh Nibber (DIN:00239042) Managing Director of the company		Special		
4.	Appointment of Mr. Ajay Kumar, director (din:02929113) as Whole Time Director of the company and payment of remuneration		Special		
5.	Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013 to Pritika Industries Ltd., an entity in which directors are interested.		Special		

Place:

Date:

Signature of the Member/Beneficial Owner

Last date for receipt of Postal Ballot Form by the Scrutinizer: 26th March, 2019 by 5:00 p.m. (IST)

EVEN (Electronic Voting Event Number)	User ID	*Default PAN / Password

* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN Field.

Note:

1. If the voting rights are exercised electronically, there is no need to use this form.
2. Please read the instructions overleaf before exercising your vote. For E-voting instructions, kindly refer the Notice of Postal Ballot.

IMPORTANT INSTRUCTIONS:

1. This ballot form ("Postal Ballot Form") is provided for the benefit of Members who do not have access to E-voting facility, to enable them to send their assent or dissent by post for the resolution(s) included in the Notice.
2. A Member can opt for only one mode of voting i.e. either through Postal Ballot Form or E-voting. If a Member casts votes by both modes, then the voting done through E-voting shall prevail and the Postal Ballot Form shall be treated as invalid.
3. A Member desiring to exercise vote through Postal Ballot Form should complete the Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage prepaid business reply envelope properly sealed. The postage will be borne and paid by the Company. Envelopes containing Postal Ballot Form, if sent in person or by courier or by registered / speed post at the expense of the Member, will also be accepted.
4. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address where the Postal Ballot Form needs to be posted.
5. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Registrar & Share Transfer Agents/Depository Participant). In case of joint holding, the form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
6. Unsigned, incomplete, improperly or incorrectly tick marked postal ballot forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or the votes in favour or against or of the signature cannot be verified.
7. Postal Ballot Forms received after 5:00 p.m. (IST) on 26th March, 2019 will be strictly treated as invalid / as if the reply from the Member has not been received.
8. The consent must be accorded by recording the assent in the column "FOR" and dissent in the column "AGAINST" by placing a tick mark (√) in the appropriate column.
9. Voting rights shall be reckoned on the paid up value of shares registered in the name(s) of the Members as per the Register of Members / Beneficial Owners as per the records maintained by the depositories as on 15th February, 2019.
10. In case the equity shares are held by bodies corporate, trusts, societies, etc. or by persons authorized under power of attorney, the Postal Ballot Form signed in representative capacity must be accompanied by a certified true copy of the resolution of the Board of Directors of the body corporate concerned or by an attested true copy of the power of attorney authorizing such person, as the case may be, along with the specimen signature of the said authorized representative or power of attorney holder. If the same is/are already registered with the Company/Registrar and Share Transfer Agent/Depository Participant, please quote the registration no. beneath the signature. Where the Postal Ballot Form has been signed by a representative of the President of India or by the Governor of a State, a certified true copy of the nomination should accompany the Postal Ballot Form.
11. The Members are requested not to send any other document along with the Postal Ballot Form in the enclosed self addressed envelope as all such envelopes will be delivered to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. The Scrutinizer's decision on the validity of postal ballot will be final.

BOOK-POST

If undelivered please return to:

Pritika Auto Industries Limited,
Plot No.C-94, Phase -VII,
Industrial Focal Point, S.A.S.
Nagar, Mohali - Punjab -160 055 -India.
Tel: 0172 -5008900 /01