

**ATV  
PROJECTS  
INDIA  
LIMITED**



**(An ISO 9001:2015 Certified Company)**

OFFICE & WORKS:  
DELHI-AGRA ROAD, POST-KRISHNA NAGAR  
MATHURA - 281004(U.P.)  
TEL: 9068829665, 9068829663, 7060088589  
Email: atv\_india@yahoo.com ; atvmathura@gmail.com  
CIN:- L99999MH1987PLC042719

Date:-12.07.2021

To,  
**The Department of Corporate Service**  
Bombay Stock Exchange Ltd.  
Phirozejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

Respected Sir,

**SUB: INIMATION UNDER REGULATION 34 OF SEBI(LODR), 2015 FOR  
DESPATCH OF ANNUAL REPORT AND NOTICE OF ANNUAL GENERAL TO  
THE SHAREHOLDERS FOR THE UPCOMING ANNUAL GENERAL MEETING.**

With reference to the above-referred captioned subject, please find attached annual report and notice of annual general meeting as per Regulation 34 of SEBI (LODR) 2015 which has been dispatch today to the Shareholders via Email by NSDL for the scheduled annual general meeting to be held on 10<sup>th</sup> August, 2021.

This is for your kind information & records.

Thanking You,

Yours faithfully,

For **ATV PROJECTS INDIA LIMITED**

  
**H.C.GUPTA**  
**COMPANY SECRETARY**  
Encl.: A/a.

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 34<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF ATV PROJECTS INDIA LIMITED (CIN : L99999MH1987PLC042719) WILL BE HELD ON AUGUST 10, 2021 AT 11.00 A.M THROUGH VIDEO CONFERENCING (WEBCAST) OR OTHER AUDIO VISUAL MEANS TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS:

**1. Adoption of Audited Financial Statements and Reports of the Directors and the Auditors thereon.**

To receive, consider and adopt the audited Financial Statements for the Financial Year ended 31st March, 2021 and cash flow statement together with the Reports of the Directors and the Auditors thereon.

**2. To appoint a director in place of Mrs. Payal Sanghavi (DIN-08133682) who retires by rotation and being eligible offers herself for reappointment.**

To consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** Mrs. Payal Sanghavi (DIN- 08133682) who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Director of the Company whose office shall be liable to retirement by rotation".

### SPECIAL BUSINESS:

**3. Regularization of Appointment of Mr. H. P. Sharma (DIN: 08897941) from Additional Director to Independent Director:**

To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to provisions of Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and read rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment for the time being in force ) and as per applicable Regulations and schedules of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 for regularization of appointment of Mr. H.P. Sharma (DIN: 08897941) from additional Director to Independent Director for a period of 3 years, as recommended by Nomination and Remuneration Committee and Board of Directors, in their meeting held on May 17, 2021 and a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act, be and is hereby appointed as Independent Director of the Company for a term of 3 (three) consecutive years with effect from the date of this Annual General Meeting till 37<sup>th</sup> Annual General Meeting not liable to retire by rotation hereinafter in accordance with the provisions of the Companies Act, 2013."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

**4. Continuation of Directorship of Mr. H.P. Sharma, (Din: 08897941) as a Non Executive Independent Director beyond the age of 75 years.**

To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other applicable laws, rules, regulations, etc. as may be applicable in this regard, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the members is hereby accorded to continue the appointment of Mr. H. P. Sharma (DIN-08897941) who has attained the age of 75 years, as a Non-Executive Independent Director of the Company beyond his age of 75 years till the expiry of his tenure.

**"RESOLVED FURTHER THAT** the Board of Directors or the Company Secretary of the Company be and are hereby jointly or severally authorized to do all such acts, deeds, matters or things as may be necessary, expedient or desirable for the purpose of giving effect to this resolution."

**5. Alteration of objects clause by adding a new object:**

To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the shareholders of the Company be and is hereby accorded, subject to the approval of the Ministry of Corporate Affairs, to append following sub clause (3A) after sub clause (3) of clause III (A) of the Memorandum of Association of Company:

(3A) To carry on the business of setting up seed filtering, seed crushing, oil extraction and refining plants and to extract oil by mechanical or chemical process from mustard, cotton seed, sunflower seed, canola, soya bean, castor seed, peanut, till, groundnuts and any other nut or seed or other oil-bearing substance whatsoever or any kind of agricultural product and manufacturing or producing synthetic edible, inedible or vegetable oil, cooking oil, Mustard oil or any other oil and to refine, deodorize and hydrogenate all kinds of cooking oil like mustard oil, palm oil, groundnut oil, cotton seed oil, rape seed oil, linseed, olive, Tung, walnut, coconut, corn oil and seeds of all kinds and to grow the seeds like mustard, sunflower, soya, Olive, walnut and all other types and preparing by-products like soap, oil cakes, other kinds of feeds and food processing activities and doing all such other things as are incidental or conducive to the attainment of above object.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, any director or company secretary of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with

filing of necessary E-form with the office of Ministry of Corporate Affairs.”

**By Order of Board of Directors  
For ATV PROJECTS INDIA LTD**

**H.C.Gupta  
Whole Time Director & Company Secretary  
(DIN 02237957, FCS -NO. 2912)**

**Date: 17.05.2021  
Place: Mumbai**

**Registered Office:**

ATV Projects India Limited  
1201, 12<sup>th</sup> Floor, Wind Fall Building  
Sahar Plaza Complex, Andheri-Kurla Road  
Andheri (East) Mumbai 400059.

**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate is entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. Corporate members intent to participate in the meeting, should submit certified copy of resolution with authority to attend and vote.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
7. The Notice calling the AGM has been uploaded on the website of the Company at [www.atvprojects.co.in](http://www.atvprojects.co.in) The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e- Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
9. Members who hold shares in the dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant. Members are also requested to give the MICR Code of their bank to their Depository Participants.
10. Non-resident Indian shareholders are requested to inform about the change in the residential status on return to India for permanent settlement to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant immediately.
11. The notice of the Annual General Meeting along with the Annual Report 2020-2021 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, Members may please note that this notice and Annual Report 2020-21 will also be available on the Company's website <http://www.atvprojects.co.in/> The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) Members who have not registered their e-mail address with the Company are requested to submit their valid e-mail address to Link Intime Private Limited.
12. As a part of the green initiatives, the Members who have not yet registered their e-mail addresses are requested to register their e-mail addresses with their DPs in case the shares are held by them in electronic form and with Link Intime India Private Limited or their respective depositories in case the shares are held by them in physical form. Upon such Registration, all communication from the Company/RTA will be sent to the registered e-mail address.

13. The Register of Members and Share Transfer Books of the Company will remain closed from 4th August 2021 to 10th August 2021 the both days inclusive, for the purpose of Thirty Four Annual General Meeting.
14. Members are requested to send their queries to the Company, if any, on accounts and operations of the Company at least seven days before the meeting so that the same could be suitably answered at the meeting.
15. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
16. As required by Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the relevant detail of Director seeking appointment at this Annual General Meeting is given in the Notice of the Annual General Meeting.
17. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Hence, the Members holding shares in physical form are requested to consider converting their holdings in the dematerialized form. The Members, who are desirous to convert their physical holdings into dematerialized form, may contact the Depository Participant of their choice.
18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.
19. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date i.e. August 3, 2021 may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as remote e-Voting during the AGM.. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e., August 3, 2021, may obtain the User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

**The remote e-voting period begins on 7th August, 2021 at 9:00 A.M. and ends on 9th August, 2021, Monday at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

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

**Details on Step 1 are mentioned below:**

Type of shareholders	Login Method
Individual Share holders holding securities in demat mode with NSDL	<p>1.If you are already registered for <b>NSDL IDeAS facility</b>, 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 "<b>Beneficial Owner</b>" icon under "Login" which is available under "<b>IDeAS</b>" 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 options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</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 "<b>Register Online for IDeAS</b>" 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 "Share holder/Member" section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digits demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to -</p>

Type of shareholders	Login Method
	NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Share holders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi / Easiest, they can login through their 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 is <a href="https://web.cdslindia.com/myeasi/home/loginor">https://web.cdslindia.com/myeasi/home/loginor</a> <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</p> <p>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></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. 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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p>
Individual Share holders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Share holders holding securities in demat mode with NSDL	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
Individual Share holders holding securities in demat mode with CDSL	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 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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 are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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. Password details for shareholders other than Individual shareholders 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 to 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, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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](http://www.evoting.nsdl.com).
- b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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.

**Details on Step 2 are given below:**

#### **How to 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 company for which you wish to cast your vote.
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 to [savita@cssavitingla.in](mailto:savita@cssavitingla.in) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 and 1800 22 44 30 or send a request to [atvoting@nsdl.co.in](mailto:atvoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), and AADHAR (self attested scanned copy of Aadhar Card) by email [atvprojects@ymail.com](mailto:atvprojects@ymail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [atvprojects@ymail.com](mailto:atvprojects@ymail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in 7days in advance mentioning their name demat account number/folio number, email id, mobile number at atvprojects@ymail.com. The same will be replied by the company suitably.

Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF SPECIAL BUSINESS SET OUT IN NOTICE:**

**ITEM NO. 3**

Mr. H. P. Sharma was appointed as an Additional Director (Independent) in the Board Meeting dated 10.11.2020 As per section 161 of the Companies Act, 2013, he holds office up to the date of ensuing AGM.

Based on recommendations of Nomination and Remuneration Committee in its meeting held on May 17, 2021 and the Board of Directors at their meeting held on May 17, 2021, recommended the appointment of Mr.H.P.Sharma(DIN-08897941) as an Independent Director of the Company.

Mr. H.P.Sharma(DIN-08897941) is not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act 2013 and have given his consent to act as Independent Directors and being eligible offers himself to be appointed as Independent Director of the Company.

The Company has also received declarations from Mr. H.P.Sharma (DIN-08897941) that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the act applicable regulations of SEBI (LODR) Regulations, 2015.

Brief resumes of Mr. H.P.Sharma (DIN-08897941), nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated and applicable under regulations of SEBI (LODR) Regulations, 2015 form part of this Notice.

In the opinion of the Board, Mr. H.P.Sharma (DIN-08897941) fulfills the conditions specified in the Companies Act, 2013, and the rules made there under for his appointment as Independent Director of the Company.

Accordingly, the Board recommends the resolutions in relation to the appointment of Mr. H.P.Sharma as Independent Director for the approval of the Members of the Company.

None of the other Directors except H.P, Sharma and the Key Managerial Personnel and their relatives are concerned or interested, in the resolution set out at Item No. 3 of the notice.

**ITEM NO. 4**

As per the regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, notified on 09 May 2018, with effect from 01 April 2019 consent of the shareholders by way of a special resolution shall be required for continuation of directorship of the Non-Executive Directors of the Company who have attained the age of 75 years.

Mr. H.P.Sharma (DIN-08897941) having attained the prescribed age limit, the Board recommends continuation of directorship of Mr. H.P.Sharma (DIN-08897941) as a Non-executive Independent Directors.

The Board considers the continued association of Mr. H.P.Sharma (DIN-08897941) would be of immense benefit to the Company in the growth of this Company in terms of experience, and it is desirable to continue to avail his services as the Independent Director.

None of the other Directors except H.P, Sharma and the Key Managerial Personnel and their relatives are concerned or interested in the resolution set out at Item No. 4 of the notice and accordingly recommended for the approval by the members as Special Resolution

**ITEM NO. 5**

The Chairman informed the Board that the Company is in possession of agricultural and non-agricultural land at Village Bilandpur, Tehsil Manth, Mathura admeasuring approximately 18.10 hectare. The Company is exploring an opportunity to set up a unit to extract oil from mustard, cotton seed, sunflower seed, canola, soya bean, castor seed, peanut, till, ground nuts or any -

other nut or seed or other oil-bearing substance. The agricultural land will be used for growing seeds like mustard, sunflower, soya, Olive, walnut and all other types of feeding stock for oil unit. Hence it is decided to add an object under the head of main object of Memorandum of association of the Company. Section 13 of the Companies act, 2013 requires that the Company will have to pass a special resolution to alter the objects clause under the head main objects. Hence this resolution.

None of the Directors and the Key Managerial Personnel and their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5 of the notice are accordingly recommended for the approval by the members as Special Resolution.

**Information regarding Directors seeking appointment / reappointment in the ensuing Annual General Meeting**

Name	H.P.Sharma	Payal Bharat Sanghavi
Age	75	31
Date of appointment	10.11.2020	21.05.2018
Qualification and experience	High Court Advocate	Qualified Chartered Accountant with four years experience in various capacities
Chairman/ member of Audit Committee	Yes	Nil
Chairman/ Member of Stakeholder relationship committee	Nil	Nil
Chairman/ member of nomination and remuneration committee	Yes	Nil
Shares held in the company	Nil	Nil
Relationship with other directors	Nil	Nil

**By Order of Board of Directors  
For ATV PROJECTS INDIA LTD**

**H.C.Gupta**  
**Whole Time Director & Company Secretary**  
**(DIN 02237957, FCS -NO. 2912)**

**Date: 17.05.2021**  
**Place: Mumbai**

**Registered Office:**  
ATV Projects India Limited  
1201, 12<sup>th</sup> Floor, Wind Fall Building  
Sahar Plaza Complex, Andheri-Kurla Road  
Andheri (East) Mumbai 400059.

**MAP, ATTENDANCE SLIP, PROXY FORM (MGT-11) OF 34<sup>TH</sup> ANNUAL GENERAL MEETING OF ATV PROJECTS INDIA LIMITED ARE NOT ATTACHED AS AGM WILL BE HELD THROUGH VIDEO CONFERENCING OR OTHER AUDIO VISUAL MEANS.**

**DIRECTOR'S REPORT TO THE MEMBERS**

Your Directors are pleased to present the 34<sup>th</sup> Report together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2021.

**1. FINANCIAL RESULTS:**

(Rs. in Lacs)

Particulars	Year Ended (31-03-2021)	Year Ended (31-03-2020)
Revenue from operations	3381.01	3774.35
Other Income	30.19	5.51
Total Revenue	3411.20	3779.86
Profit / (Loss) before exceptional items and Tax	301.70	279.29
Exceptional Items	439.32	0
Profit before tax	741.02	279.29
Tax Expenses (Net)	49.78	34.07
Profit after Tax	691.24	245.22
Other comprehensive income	(559.60)	0
<b>Total Comprehensive income/ Profit for the year</b>	<b>131.64</b>	<b>245.22</b>
Balance Profit carried to Balance Sheet	2590.06	2458.42

The Company has made no transfers to reserves during the year. Material changes and commitments which have occurred after the close of the year till the date of this report, which affect the financial position of the Company are reported at appropriate places to this report.

**2. SHARE CAPITAL**

The Authorized Share Capital of the Company as on 31<sup>st</sup> March, 2021 was Rs. 75 crores divided into 7, 50,00,000 Equity Shares of Rs. 10/- each. The Issued & Subscribed Capital as on same date was Rs. 53, 11, 74,250 divided into 5, 31, 17,425 equity shares of Rs 10/- each. Calls in arrears were Rs. 56.17 lacs. Paid up capital as on 31<sup>st</sup> March, 2021 remained Rs.5255.57 lacs. During the year under review the Authorized, Issued, Subscribed and Paid up capital of the company remained unchanged.

**3. DIVIDEND**

Company has earned profits during the year, however it would like to retain the same for the growth of the company. Hence, the company is not declaring the dividend for the current year.

**4. OPERATION/ STATE OF COMPANY'S AFFAIRS**

Your Mathura plant is fully equipped to undertake fabrication of critical equipment required in Hydrocarbon, Cement, Hydro Power, Steel, Sugar, Desulfurization (FGD) and DeNOX system and Power Sectors.