

A & M FEBCON LIMITED

Reg. Office: A-2, HIRA ANAND TOWER, GORDHANWADI TEKARA, KANKARIA,
AHMEDBAD - 380008, GUJARAT CIN: U28113GJ2013PLC075662
E-Mail id: aandmfebcon@gmail.com Mo. No.: 98253 63594

DATE: 30/04/2018

To,
Listing Compliance Department
BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai.

Dear Sir/ Madam

SUBJECT: NOTICE OF EGM AND BOOK CLOSURE
REF: A & M FEBCON LIMITED (Scrip Code- 540697)

The Extra Ordinary General Meeting of the Company will be held on Thursday, 24th May, 2018 At The Registered Office Of The Company At A-2, Hira Anand Tower, Gordhanwadi Tekara, Kankaria, Ahmedbad-380008, Gujarat at 12.30 P.M

Pursuant to Regulation 42 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 the Register of Members and share transfer book will remain closed from 17th May, 2018 to 24th May, 2018 (Both the days inclusive) for the purpose of Extra Ordinary General Meeting.

A copy of the Notice of Extra Ordinary General Meeting is enclosed herewith.

Thanking You,

For, A & M FEBCON LIMITED



DEVABHAI NAGJIBHAI DESAI
MANAGING DIRECTOR
DIN: 07479338



NOTICE

NOTICE Is Hereby Given That The Extra Ordinary General Meeting Of The Members Of A & M FEBCON LIMITED Will Be Held On Thursday 24th May, 2018 At The Registered Office Of The Company At A-2, Hira Anand Tower, Gordhanwadi Tekara, Kankaria, Ahmedbad-380008, Gujarat at 12.30 P.M. To Transact the Following Business

SPECIAL BUSINESS:

Appointment of M/s. G M C A & CO as the Statutory Auditors to fill the casual vacancy

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) **M/s. G M C A & Co.**, Chartered Accountants (FRN.: 109850W), Ahmedabad be and is hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s. S. P. Parekh & Co.**, Chartered Accountants (FRN.: 132253W), Ahmedabad.

RESOLVED FURTHER THAT M/s. G M C A & Co., Chartered Accountants, Ahmedabad be and are hereby appointed as Statutory Auditors of the Company from this Extra-ordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2018 on such remuneration as may be fixed by the Board of Directors in consultation with them.”

Date: 25/04/2018
Registered Office:
A/2 Hira anand Tower
Gordhanwadi Tekara, Kankaria
Ahmedabad - 380008

By order of Board of Directors
Sd/-
Devabhai Nagjibhai Desai
Managing Director

NOTES:

1. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Listing Regulation (Including any Statutory Modification or re-enactment thereof for the time being in force), the Company is not providing e-Voting facility as per Provisions of Companies Act, 2013 SME listed Company is not Mandatory to provide E-voting Facility.
4. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
6. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
7. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

- 8.** The Register of Members and Share Transfer Books of the Company will remain closed from Thursday the 17th May, 2018 to Thursday the 24th May, 2018 (both days inclusive).
- 9.** The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the Registrar and Transfer Agent of the Company.
- 10.** The Notice of the EGM is being sent by electronic mode only 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, physical copies are being sent by the permitted mode.
- 11.** Members holding shares in electronic form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company.
- 12.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every Participant in the Securities Market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to Depository Participant(s). Members holding shares in physical form should submit their PAN details to the Company.

Date: 25/04/2018

By order of Board of Directors

**Registered Office:
A/2 Hira anand Tower
Gordhanwadi Tekara, Kankaria
Ahmedabad - 380008**

**Sd/-
Devabhai Nagjibhai Desai
Managing Director**

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

Appointment of M/s. G M C A & CO as the Statutory Auditors to fill the casual Vacancy

M/s. S. P. Parekh & Co, Chartered Accountants, Ahmedabad have resigned from the office of Statutory Auditors of the Company due to Pre Occupation, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Act. Any casual vacancy caused by resignation in the office of the Statutory Auditors could be filled up by the Company in General Meeting as per recommendations made by the Board of Directors in this regard. The Board of Directors in their meetings held on 25th April, 2018 have recommended appointment of M/s. G M C A & CO., Chartered Accountants, Ahmedabad as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. S. P. Parekh & Co., Chartered Accountants, Ahmedabad.

M/s. G M C A & Co., Chartered Accountants, Ahmedabad, if appointed in the Extraordinary General Meeting will be holding office of Statutory Auditors from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting.

M/s. G M C A & Co., Chartered Accountants, Ahmedabad, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with confirmation that, their appointment, if approved by the shareholders, would be within the limits prescribed under the Act. Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons of the Company or their relatives, is in any way, concerned or interested in the said resolution

Date: 25/04/2018

By order of Board of Directors

**Registered Office:
A/2 Hira anand Tower
Gordhanwadi Tekara, Kankaria
Ahmedabad – 380008**

**Sd/-
Devabhai Nagjibhai Desai
Managing Director**

Extra Ordinary General Meeting – Thursday, 24th May, 2018

ATTENDANCE SLIP

Folio No. /Client Id:	
Name of Shareholder:	
Address of Shareholder:	

I, hereby record my presence at the Extra Ordinary General Meeting of the Company to be held on Thursday, 24th May, 2018 at 12.30 PM at A-2, Hira Anand Tower, Gordhanwadi Tekara, Kankaria Ahmedabad -380008 Gujarat .

Signature of the Member

Notes:

- A. Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- B. Member/Proxy who wishes to attend the meeting must bring this attendance slip to the meeting and hand over at the entrance duly filled in and signed.
- C. Member/Proxy should bring his/her copy of the Notice of Extraordinary General Meeting for reference at the meeting

Form No. MGT-11

Proxy form

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

CIN:	U28113GJ2013PLC075662
Name of the company:	A & M FEBCON LIMITED
Registered office:	A-2, Hira Anand Tower, Gordhanwadi Tekara, Kankaria Ahmedabad - 380008 Gujarat

Name of the member(s):
Registered address:
Email Id:
Folio No./Client Id:
DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

2.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

3.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra ordinary general meeting of the company, to be held on the 24th day of May, 2018 At 12.30 p.m. at A-2, Hira Anand Tower, Gordhanwadi Tekara, Kankaria Ahmedabad -380008 Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars
1.	Appointment of M/s. G M C A & CO as the Statutory Auditors to fill the casual vacancy

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.