

GLOBAL KNITFAB LIMITED

Regd. Off: S C O 333 - 34 sector 35 B, Chandigarh, Punjab 160022, Phone: 0172-5065586,
Fax: 91-172-5065586, Email id: globalknitfab1994@gmail.com, website: www.Globalknitfab.com
CIN: L18101CH1994PLC015413

Date: August 25, 2018

The Head Listing Compliance,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001

Security Code: 531895

Sub: Submission of Revised Notice of Annual General Meeting of the Company

Sir/ Madam,

Notice is hereby given that the Annual General Meeting of the Company which was scheduled to be held on **Wednesday, the 12th day of September, 2018** at 02:30 P.M. at registered office of the Company situated at **S C O 333-34, Sector-35 B, Chandigarh, Punjab-160022** has been revised to be held on **Thursday, 27th September, 2018** at 02:30 P.M. at the Registered Office of the Company situated at **S C O 333-34, Sector-35 B, Chandigarh, Punjab-160022.**

Kindly take this information in your records.

For Global Knitfab Limited


Ashwani Gupta
Managing Director



NOTICE

NOTICE is hereby given that the **24th Annual General Meeting** of the members of **Global Knitfab Limited** will be held on **Thursday, 27th September, 2018** at **02:30 P.M.** at the **Registered Office** of the Company situated at **S C O 333-34, Sector-35 B, Chandigarh, Punjab-160022** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on **31st March, 2018** together with the reports of the Auditor's and Directors' thereon.
2. To consider the appointment of a Director in place of **Mr. Sushil Gupta (DIN: 00019895)** who retires by rotation and being eligible, offers himself for reappointment.
3. To consider the appointment of **M/s Gaur Jain & Co., Chartered Accountants (Firm Registration No. 022957N)** as the Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General meeting till the conclusion of the **29th Annual General Meeting** of the company.

In this regard, if thought fit, the members will pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, **M/s Gaur Jain & Co. Chartered Accountants (Firm Registration No. 022957N)** be and are hereby appointed as the Statutory Auditors of the Company for a term of five years to hold the office from the conclusion of this Annual General Meeting till the conclusion of **29th Annual General Meeting** of the Company, at a remuneration to be decided by the Board of Directors in consultation with the Auditors along with their imbursement of out of pocket expenses incurred by them for the purpose of audit."

By order of the Board of Directors
For **Global Knitfab Limited**
For **Global Knitfab Limited**


Ashwani Gupta

Managing Director

DIN: 02186333

Add: House No 22,

Sector 2, Chandigarh-160001,

Date: 23.08.2018

Place: Chandigarh

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY, PROVIDED THAT THE PERSON DOES NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
2. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Relevant documents as referred to in the accompanying Notice along with the Statements are open for inspection by members at Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
4. Brief details of Directors seeking re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) forms part of the notice.
5. The Register of Members and Share Transfer Books will remain closed from **Saturday 22nd September, 2018 to Thursday, 27th September, 2018. (both days inclusive).**
6. Members holding shares in physical form are requested to consider converting their holding to dematerialized form as required under the amended SEBI guidelines and regulations to eliminate all risks associated with physical shares and for ease in portfolio management. Members may contact the Company or its Registrar & Share Transfer Agent (RTA), for assistance in this regard.
7. a) The members who are holding shares in physical form are requested to intimate any change in their address with pin code immediately either to the Company or to its Registrar & Share Transfer Agent (RTA) promptly.

b) The members who are holding shares in demat form are requested to intimate any change in their address with pin code immediately to their Depository Participants.
8. The Ministry of Corporate Affairs, Government of India (vide its circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively), has undertaken a

‘Green Initiative in Corporate Governance’ by allowing paperless compliances and recognizing delivery of Notices / Documents / Annual Reports, etc., to the shareholders through electronic medium. In view of the above, the Company will send Notices / Documents / Annual Reports, etc., to the shareholders through email, wherever the email addresses are available; and through other modes of service where email addresses have not been registered. Accordingly, members are requested to support this initiative by registering their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company’s Registrar and Transfer Agent.

9. The shares of the Company are listed on **BSE Limited** and are under suspension. *The Company is in the process of Revocation of Suspension of trading in securities of the Company.*
10. Pursuant to the provisions under Section 108 of Companies Act, 2013 to be read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time along with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, the facility to exercise their right to vote at the ensuing Annual General Meeting by Electronic Means. The business(s) proposed to be transacted as mentioned in the Annual General Meeting Notice may be transacted through voting by Electronic Means (Remote e-voting) as well. For this, Company is availing the services provided by **Central Depository Services (India) Limited (“CDSL”)**. The facility for voting through Ballot Paper will also be made available at the meeting venue, for the members who have not cast their votes by remote e-voting. They shall also be able to exercise their voting rights at the AGM by voting through ballot paper. Members who have already cast their vote by remote e-voting process prior to the date of meeting shall be eligible to attend the Annual General Meeting but shall not be entitled to cast their votes again through ballot process.

The instructions for e-voting by members are annexed to the Notice.

11. The Board of Directors of the Company has appointed **Ms. Preeti Jain, Practicing Company Secretaries, Noida (C.P. No. 17079)** as **Scrutinizer** for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
12. The Scrutinizer, after scrutinizing the votes cast at the meeting through Poll and through remote e-voting, shall, not later than three days of conclusion of the Meeting, make a **“Consolidated Scrutinizer’s Report”** and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on website of the Company at www.Globalknitfab.com and on the website of Stock Exchange at www.bseindia.com. The Report shall simultaneously be placed on Notice Board of the Company at premises of the Registered Office.

13. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the General Meeting i.e. **27th September, 2018**
14. The login ID and password for remote e-voting along with Process, Manner and Instructions for remote e-voting is being sent to Members who have not registered their E-mail ID(s) with the Company / their respective Depository Participants along with physical copy of the Notice.
- Those Members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for remote e-voting along with Process, Manner and Instructions through E-mail.
15. Voting rights shall be reckoned on the Paid-up value of shares registered in the name of Member / Beneficial Owner (in case of shares in Dematerialized form) as on the cut-off date i.e. **21st September, 2018**.
16. 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, shall only be entitled to avail the facility of e-voting / Poll.

Note: A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

17. No gifts, gift coupons, or cash in lieu of gifts shall be distributed to Members at or in connection with the General Meeting.
18. The members who are holding shares of the Company on which allotment/calls money is in arrear, will not be entitled to vote.
19. **The Instructions for shareholders voting electronically are as under:**

Date and Time of commencement of e-voting	E-Voting Period commence from 24th September, 2018 at 09:00 A.M.
Date and Time of Conclusion of e-voting	E-Voting Period ends on 26th September, 2018 at 05:00 P.M.

- i. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **21st September, 2018**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

- ii. Shareholders who have already voted prior to the meeting date through remote E-voting would not be entitled to vote at the meeting venue through Poll.
- iii. The shareholders should log onto the e-voting website of CDSL "www.evotingindia.com."
- iv. Click on Shareholders.
- v. Now enter your User ID
 - a) For Shareholders holding Demat Account with CDSL: **16 digits beneficiary ID,**
 - b) For Shareholders holding Demat Account with NSDL: **8 Character DP ID followed by 8 Digits Client ID,**
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged onto www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user then follow the steps given below:

	For Members holding shares in Demat Form or Physical Form
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<p>PAN</p>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department(Applicableforbothdematshareholdersaswellasphysical shareholders)</p> <p>Members who have not updated their PAN with the Company/DepositoryParticipantarerequestedtouse the first twolettersoftheirname andthe8digitsofthesequencenumber in thePANfield. Incasethesequencenumberislessthan8digitsenterthe applicablenumberof0'sbefore thenumberafterthe firsttwo charactersofthenameinCAPITALletters.E.g.Ifyournameis Ramesh Kumar with sequencenumber 1 then enter RA000 00001 inthePANfield.</p>
<p>Dividend Bank Details OR Date of Birth(DOB)</p>	<p>Enter the DividendBankDetailsorDateofBirth(indd/mm/yyyyformat) asrecordedinyourdemataccountorinthecompanyrecordsinorderto login.</p> <p>If both the details are not recorded with the depository or companypleaseenter thememberid/folionumberinthe DividendBankdetailsfield asmentioned in instruction (v).</p>

- ix. Afterentering these details appropriately, click on “SUBMIT” tab.
- x. Members holding shares in physical form will then directly reach the Company Selection Screen.However,membersholdingsharesindematformwillnow reach‘Password Creation’menuwhereintheyarerequiredtomandatorilyentertheirloginpasswordin thenewpassword field.Kindlynote that thispasswordistobealsousedby demat holders forvoting forresolutionsofanyothercompanyon whichtheyareeligible tovot, providedthatcompanyoptsfor e-votingthroughCDSLplatform.
Note: Itisstrongly recommendednottoshareyourpasswordwithanyotherpersonandtakeutmostcare tokeep yourpasswordconfidential.
- xi. ForMembers holding shares in physical form, the details can be used for remote e-

voting on the resolutions contained in this Notice only.

- xii. Click on the EVSN for Global Knitfab Limited the relevant resolution on which you choose to vote.
- xiii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same you will find an option “YES/NO” for voting. Select the option “YES” or “NO” as desired. The option “YES” implies that you “Assent to the Resolution” and option “NO” implies that you “Dissent to the Resolution”.
- xiv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution’s details.
- xv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xviii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Note for Non-**Individual Shareholders and Custodians:-**
 - ✓ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log onto www.evotingindia.com and register themselves as Corporates.

- ✓ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be mailed to helpdesk.evoting@cdslindia.com.
 - ✓ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - ✓ The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - ✓ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- xxi. To address issues/grievances of shareholders relating to the ensuing AGM, including e-voting, the following official has been designated:

Name of Official	Ashwani Gupta
Designation	Managing Director
Address	S C O 333 - 34 sector 35 B, Chandigarh, Punjab-160022
Contact	0172-5065586
E-mail	globalknitfab1994@gmail.com

PROFILE OF PROPOSED DIRECTOR

Name	Mr. Sushil Gupta
Director Identification Number (DIN)	00019895
D.O.B.	01/03/1957
Qualification	Graduation
Expertise in specific area	Finance, Sales and wide management Experience
Date of First appointment on the Board of the Company	21/11/1997
Shareholding in the Company (<i>Only In case the Director to be appointed is a Non-Executive Director</i>)	153,510
List of Directorship held in other Companies	1. Uniroyal Industries Limited 2. K C Gupta And Sons Surveyors Private Limited
Names of Listed Entities in which the person holds membership of Committees of the Board	Global Knitfab Limited
Relationship between Directors Inter-se	Brother of Mr. Ashwani Gupta, Managing Director

GLOBAL KNITFAB LIMITED

CIN-L18101CH1994PLC015413

Regd. Office- S C O 333 334 Sector 35 B, Chandigarh- 160022

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PROXY FORM

Form No. MGT-11

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

CIN	L18101CH1994PLC015413
Name of the Company	GLOBAL KNITFAB LIMITED
Registered Office	S C O 333 334 Sector 35 B, Chandigarh- 160022

Name of the Member(s)	
Registered address	
E-mail I. d.	
Folio no./Client Id*	
DP ID	

I/We, being the member(s) of **GLOBAL KNITFAB LIMITED** holding _____ shares hereby appoint:

- 1 Name
Address
E-Mail I.D.
Signature or failing him
- 2 Name
Address
E-Mail I.D.
Signature or failing him
- 3 Name
Address
E-Mail I.D.

Signature

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on **Thursday 27th September, 2018 at 02:30 P.M. at S C O 333 334 Sector 35 B, Chandigarh- 160022** and at any adjournment thereof.

S. No.	Resolution	For	Against
1.	To receive, consider and adopt the Audited Financial Statement as at 31st March 2018 , of the Company and the Reports of the Directors' and Auditors' thereon.		
2.	To appoint a Director in place of Mr. Sushil Gupta (DIN: 00019895) , who retires by rotation and being eligible, offers himself for Re-appointment.		
3.	To consider the appointment of M/s Gaur Jain & Co., Chartered Accountants (Firm Registration No.022957N) as Statutory Auditors of the Company		

Signed this _____ day of _____ 2018.

Affix Revenue
Stamp of Rs. 1/-

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

- (1) *This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.*
- (2) *For the resolutions, statement setting out material facts, notes and instructions please refer to the notice of Annual General Meeting.*
- (3) *Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.*
- (4) *In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.*

Please complete all details including details of member(s) and proxy(ies) in the above box before submission.

GLOBAL KNITFAB LIMITED

CIN-L18101CH1994PLC015413

Regd. Office- S C O 333 334 Sector 35 B, Chandigarh- 160022

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Email: globalknitfab1994@gmail.com

Form No. MGT-12

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

BALLOT PAPER

24th Annual General Meeting of the members of **Global Knitfab Limited** to be held on **Thursday 27th September, 2018 at 02:30 P.M. at S C O 333 334 Sector 35 B, Chandigarh- 160022:-**

Name of First Named Shareholder
(In Block Letters)
Postal Address

Folio No./DP ID & Client ID

No. of Shares held

Class of Shares

I hereby exercise my vote in respect of Ordinary/ Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Brief of Resolutions	In favor of Resolutions	Against the Resolutions
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31 st March 2018 together with the Reports of the Directors' and Auditors' thereon.		
2.	To appoint a Director in place of Mr. Sushil Gupta (DIN: 00019895) who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Appointment of M/s Gaur Jain & Co. Chartered Accountants (Firm Registration No. 022957N) , as statutory auditors of the Company.		

Date:

Signature of Shareholder

Place:

* Please tick in the appropriate column

GLOBAL KNITFAB LIMITED

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Email: globalknitfab1994@gmail.com

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

24th Annual General Meeting, on Thursday 27th September, 2018 at 02:30 P.M

Name of the Member
(In Block Letters)

Folio No./DP ID & Client ID

No. of Shares held

Name of Proxy
(To be filled in, if the proxy attends instead of the member)

I, hereby certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 24th Annual General Meeting of the Company on Thursday 27th September, 2018 at 02:30 P.M. at S C O 333 334 Sector 35 B, Chandigarh- 160022.

Member's /Proxy's Signature

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be distributed at the meeting venue.*

ROAD MAP

