

NOTICE

of the 12th Annual General Meeting

Notice is hereby given that the 12th Annual General Meeting of Pulz Electronics Limited will be held on Friday, on 29th September, 2017 at 11 a.m. at the Registered Office of the Company at 46, Satish Mukherjee Road, Kolkata 700026, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements for the financial year ended 31st March, 2017 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ramakrishnan Manden Kattil (DIN 00194891), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify appointment of M/s KNP & Associates as Statutory Auditors:

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder, (including any statutory modification(s) or re-enactments thereof for the time being in force) and pursuant to the resolution passed by the members at the 11th Annual General Meeting appointing M/s KNP & Associates, Chartered Accountants, Mumbai (Firm Registration No. 142448W) as Statutory Auditors of the Company to hold office until the conclusion of 16th Annual General Meeting of the Company, the Company hereby ratifies and confirms the appointment of M/s. KNP & Associates, as Statutory Auditors of the Company for the financial year ending 31st March, 2018 on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

Corporate Office:

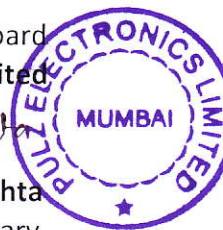
Kailashpati, 2nd Floor, Plot No. 10A,
Veera Desai Road, Andheri West,
Mumbai 400053

Mumbai, September 12, 2017

By order of the Board
For Pulz Electronics Limited

H. H. Mehta

Hetali Mehta
Company Secretary
ACS No.: 50317



Pulz Electronics Ltd.

(Formerly known as Pulz Electronics Pvt. Ltd.)

Corporate Office:

Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road,
Andheri (W), Mumbai - 400 053, India.
Tel : +91 22 2673 2593 Fax : +91 22 2673 2594
Email: mumbai@pulz.co.in

Registered Office :

46, Satish Mukherjee Road, Kolkata 700 026, India.
Phone : +91 33 2419 6738 Email : kolkata@pulz.co.in

CIN No.: U32109WB2005PLC104357

www.pulz.co.in

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited, either in person or through post, at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/ authority, as applicable.
2. Details in respect of Director's re-appointment (Mr. Ramakrishnan Manden Kattil) at the Annual General Meeting are annexed to the notice.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository Participant(s). Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company who have registered their e-mail address are also entitled to receive such communication in physical form, upon request.
4. Members may also note that the Notice of the 12th Annual General Meeting and the 12th Annual Report for the year 2016-17 will be available on the Company's website www.pulz.biz.
5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 (the Act'), and the Register of Contracts or Arrangements in which the Directors or Arrangements in which the directors are interested, maintained under section 189 of the Act, will be available for inspection by the members at the AGM.
6. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the members have registered their request for hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those members who have not registered their e-mail address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.

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7. All the documents referred to in the accompanying notice shall be open for inspection without any fee at the Registered Office of the Company during working hours on all working days except Saturdays, up to and including the date of the AGM of the Company.

Corporate Office:

Kailashpati, 2nd Floor, Plot No. 10A,
Veera Desai Road, Andheri West,
Mumbai 400053

Mumbai, September 12, 2017

By order of the Board
For **Pulz Electronics Limited**

H. H. Mehta

Hetali Mehta

Company Secretary

ACS No.: 50317



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Additional information on Director recommended for re-appointment as required under Secretarial Standard 2

Mr. Ramakrishnan Manden Kattil, Executive Director of the Company is liable to retire by rotation pursuant to section 152(6) of the Companies Act, 2013, and being eligible offers himself for re-appointment.

Particulars as required under Secretarial Standard 2:

Name	Ramakrishnan Manden Kattil
Age	69
Qualifications	Science Graduate
Experience	Appx. 38 years
Terms and conditions for re-appointment along with the details of remuneration sought to be paid and the remuneration last drawn by him	Last remuneration drawn: ₹ 27,11,781 p.a. Remuneration sought to be paid: ₹ 2,73,761 p.m.
Date of first appointment on the Board	25/07/2005
Shareholding in the Company	64.9994 %
Relationship with other Directors, Managers and other Key Managerial Personnel of the Company	None
Number of meetings of the Board attended during the year	Meetings held: 13 Meetings attended: 13
Other Directorships	R and S (India) Electronics Private Limited Linear Electronics Private Limited Peerless Speakers Private Limited
Membership/ Chairmanship of Committees of other Boards	Nil

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: U32109WB2005TPLC104357

Name of the Company: Pulz Electronics Limited

Registered office: 46 Satish Mukherjee Road Kolkata 700026

Name of the member(s):

Registered Address:

E-mail 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:, or failing him

2. Name:

Address:

E-mail Id:

Signature:, or failing him

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 12th Annual General Meeting of the Company, to be held on Friday, 29th Day of September, 2017 at 11.00 A.M. at the registered office of the Company at 46 Satish Mukherjee Road Kolkata 700026, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the audited financial statements for the financial year ended 31 st March, 2017 and the Reports of the Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Ramakrishnan Manden Kattil (DIN 00194891), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3.	To ratify appointment of M/s KNP & Associates as Statutory Auditors for the financial year 2017-18	Ordinary

Signed this day of....., 2017

Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

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.

Attendance Slip of Annual General Meeting

Pulz Electronics Limited

Registered Office: 46 Satish Mukherjee Road Kolkata 700026

CIN: U32109WB2005PLC104357

Attendance Slip

12th Annual General Meeting held on Friday, September 12, 2017 at 11.00 A.M.

Registered Folio No. _____ of the _____ equity shares held

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 12th Annual General Meeting of the Company on Friday, September 12, 2017 at 11.00 a.m at 46 Satish Mukherjee Road Kolkata 700026.

Member's/ Proxy's name in Block Letters

Member's/ Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

Drive 4.7 km, 21 min

