

---

## KULKARNI POWER TOOLS LTD.

Shirol - 416 103 Dist. Kolhapur

### NOTICE

NOTICE is hereby given that the Fortieth Annual General Meeting of the members of Kulkarni Power Tools Ltd., will be held on Friday, the 30<sup>th</sup> day of September, 2016, at 11.30 a.m., at the Registered Office of the Company at Shirol-416 103, Dist. Kolhapur, to transact the following business:

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Financial Statements for the year ended on 31<sup>st</sup> March 2016 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Prabha Kulkarni, Director (DIN : 0053598), who retires by rotation and, being eligible, seeks re-appointment.
3. To appoint a Director in place of Mr. Dilip Kulkarni, Executive Director (DIN : 00184727), who retires by rotation and, being eligible, seeks re-appointment.
4. To appoint Auditor and to fix their remuneration.

By Order of the Board of Directors

**Dilip Kulkarni**  
Executive Director  
DIN: 00184727

Mumbai  
28<sup>th</sup> May, 2016

---

### NOTES:

- 1] A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2] The Register of Members and the Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2016 to 30<sup>th</sup> September, 2016 (both days inclusive).
- 3] The Company has transferred the unclaimed dividends declared upto the financial year 2008 to the Investor Education and Protection Fund of the Central Government. All Members who have either not received or have not encashed dividends for the financial years 2009 to 2015 are requested to write to the Company's Share Department at the aforesaid address for issuance of duplicate dividend warrant(s), mentioning the relevant Folio No.(s) or DP ID No. and Client ID No.
- 4] Members / Proxies are requested to bring their copies of the Annual Reports as the practice of distributing copies at the time of meeting has since been discontinued.
- 5] Members intending to require information about accounts to be explained in the Annual General Meeting are requested to inform the Company atleast seven days in advance of the meeting.
- 6] Members are requested to notify immediately any change of their address.
- 7] The Securities and Exchange Board of India has directed compulsory trading of Company's scrip in dematerialized form by all investors. The Equity Shares of the Company are available for Dematerialisation with National Securities Depository Limited and Central Depository Services (India) Limited.
- 8] The Company has appointed M/s. Link Intime India Pvt. Ltd., to act as Registrar and Share Transfer Agents of the Company. The members are requested to send all share transfers and other correspondence to M/s. Link Intime India Pvt. Ltd., at the following address:

**M/s. Link Intime India Pvt.Ltd.,**  
**Unit: Kulkarni Power Tools Limited**  
**Block No. 2, Akshay Complex, Near Ganesh Temple,**  
**Off Dhole-Patil Road, Pune – 411 001**

**9] Instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on Tuesday, 27th September, 2016 at 9.00 am (IST) and ends on Thursday, 29th September, 2016 at 6.00 pm (IST). During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (23rd September, 2016) of Record Date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN</b>	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the Sequence No. in the PAN filed which is printed on the address sticker pasted on the Notice.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Kulkarni Power Tools Limited.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

**(xix) Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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 emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**By Order of the Board of Directors**

**Dilip Kulkarni**  
**Executive Director**  
DIN: 00184727

**Mumbai**  
**28<sup>th</sup> May, 2016**

---

**EXPLANATORY STATEMENT UNDER SECTION 102 (1) AND  
SECTION 110 OF THE COMPANIES ACT, 2013**

**ITEM NO. 4**

In accordance with Section 139 of the Companies Act, 2013, and any other applicable provisions, M/s. P.G. Bhagwat, Chartered Accountants, Pune, was appointed for a period of 3 years i.e. until the conclusion of the Annual General Meeting to be held in 2017. Every year, Company shall place the matter for ratification by members at Annual General Meeting. The appointment of Auditors shall satisfy the criteria of eligibility, qualification, disqualification, in accordance with Section 141 of the Companies Act, 2013. The Company has received confirmation from the Auditors that they satisfy the condition under Section 141. The Board of Directors recommends to ratify the appointment till the conclusion of next Annual General Meeting.

**By Order of the Board of Directors**

**Dilip Kulkarni**  
**Executive Director**  
DIN: 00184727

**Mumbai**  
**28<sup>th</sup> May, 2016**



# KULKARNI POWER TOOLS LTD.

Regd. Office : Shirol-416 103, Dist.Kolhapur  
CIN : L29130MH1976PLC019147

## ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.  
Joint Shareholders may obtain additional Slip at the venue of the meeting.

Folio No. / DP ID\* Client ID\* :

No. of Shares held :

Name and Address of the Shareholders:

I hereby record my presence at the Fortieth Annual General Meeting of the Members of Kulkarni Power Tools Ltd., to be held on Friday, the 30<sup>th</sup> September, 2016, at 11.30 a.m, at the Registered Office of the Company at Shirol-416 103, Dist. Kolhapur.

\* Applicable to Shareholders holding shares in electronic form.

\_\_\_\_\_  
Signature of Shareholder.



# KULKARNI POWER TOOLS LTD.

Regd. Office : Shirol-416 103, Dist.Kolhapur  
CIN : L29130MH1976PLC019147

## PROXY FORM

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

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. \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ Signature \_\_\_\_\_ or failing him

2. \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ Signature \_\_\_\_\_ or failing him

3. \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ Signature \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Fortieth Annual General Meeting of the Members of Kulkarni Power Tools Ltd., to be held on Friday, the 30<sup>th</sup> day of September, 2016, at 11.30 a.m., at the Registered Office of the Company at Shirol-416 103, Dist.Kolhapur and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Particular of Resolution(s)	For	Against
1.	Consideration and adoption of the Audited Balance Sheet of Company as at 31 <sup>st</sup> March, 2016, Statement of Profit and Loss Account and Cash flow Statement for the year ended on that date together with the report of the Directors and the Auditors, thereon.		
2.	Appoint a Director in place of Mrs.Prabha Kulkarni, Director (DIN : 0053598), who retires by rotation and, being eligible, seeks re-appointment.		
3.	Appoint a Director in place of Mr.Dilip Kulkarni, Executive Director (DIN : 00184727), who retires by rotation and, being eligible, seeks re-appointment.		
4.	Appoint Auditor and to fix their remuneration.		

\* Applicable to Shareholders holding shares in electronic form.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2016.

Signature of Shareholder: \_\_\_\_\_

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 ensuing Annual General Meeting.



BY COURIER



**KULKARNI POWER TOOLS LTD.**

Shirol - 416 103, Dist. Kolhapur, Maharashtra, India.

Tel.: 02322-661500, Fax: 02322-661546

E-mail: [kpt.ho@kpt.co.in](mailto:kpt.ho@kpt.co.in)

CIN : L29130MH1976PLC019147