

ZIRCON TECHNOLOGIES (INDIA) LIMITED
CIN: U51397DL1999PLC098428

Registered Office: No-2B-1226 G.D. Colony Mayur Vihar, Ph-III, New Delhi – 110096
Phone: 01352698330 | E-mail: zircon@zircontech.com

NOTICE is hereby given that the 23rd Annual General Meeting ('ZTIL/AGM/2021-22') of the Members of **Zircon Technologies (India) Limited** will be held, at shorter notice, on Friday, September 30, 2022 at the registered office of the Company at No-2B-1226 G.D. Colony Mayur Vihar, Ph-III, New Delhi – 110096 at 5.00 p.m. to transact the following businesses:

ORDINARY BUSINESS

1. Adoption of Annual Financial Statements (Standalone and Consolidated) for the Financial Year 2021-22

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement of the Company for the financial year ended March 31, 2022 and the Report of the Board of Directors and the Auditors thereon.

2. Appointment of Mr. Sanjeev Sondhi as a Director liable to retire by rotation

To appoint a Director in place of Mr. Sanjeev Sondhi (DIN: 01053263), who retires by rotation and being eligible, offers himself for re-appointment.

3. Re-appointment of Statutory Auditors of the Company

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 139 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') as amended from time to time or any other law for the time being in force (including any statutory modification thereof for the time being in force, on recommendation of the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to appoint M/s PAAY & CO. LLP, Chartered Accountants (FRN: N500102), as Statutory Auditors of the Company for a period of 1 (One) year to hold office from the conclusion of this (23rd) Annual General Meeting ('AGM') of the Company until the conclusion of the next (24th) AGM meeting of the Company to be held in year 2023.

RESOLVED FURTHER THAT the Board (including any Committee constituted by it) be and is hereby authorised to pay such remuneration (exclusive of taxes and reimbursement of out of pocket expenses at actuals) as agreed with the Statutory Auditors during their tenure of appointment.

RESOLVED FURTHER THAT the Board be and is authorized to sign, execute and deliver any correspondence, filing, reporting or intimations to the Statutory Auditors, Ministry of Corporate Affairs and other authorities, as may be required, and do all acts, deeds and things necessary and incidental in order to give effect to this resolution.

RESOLVED FURTHER THAT certified copy of the resolution be provided to any person by any Director or Company Secretary of the Company.”

**By Order of the Board of Directors
FOR ZIRCON TECHNOLOGIES (INDIA) LIMITED**

Heena
HEENA KHERA
Company Secretary
Membership No.: 54058
Address: H.No 5, GMS Road
Mohit Vihar Nirjanpur
Dehradun 248001



Date: September 29,2022
Place: Delhi

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES, DULY SIGNED AND COMPLETED, TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE COMMENCEMENT OF THE MEETING.
2. The Annual General Meeting ('AGM') is being called at shorter notice. Requisite consent required under the Companies Act, 2013 ('the Act') has been obtained from shareholders of the Company.
3. Members / Proxies should fill in the attendance slip for attending the Meeting. Proxies form as prescribed under the Companies Act, 2013 is enclosed herewith
4. The relevant records and documents connected with the businesses, including Memorandum and Articles of Association and other documents as referred to in the Notice will be available for inspection by the Members.
5. The Statutory Registers and other documents required to be kept open for inspection under the Act read with rules made there under at AGM of the Company, will be available for inspection by the members at the AGM.
6. Members may avail nomination facility as provided under Section 72 of the Companies Act, 2013.
7. The Notice and Annual Report of the Company circulated to the Members of the Company, will also be made available on the Company's website at www.zircontech.com.
8. Landmark for location of meeting is near Safeda Park, GD Ciolony, MayurVihar, New Delhi. The Route map is enclosed with the notice and same has also been posted on the website of the Company.

**By Order of the Board of Directors
FOR ZIRCON TECHNOLOGIES (INDIA) LIMITED**



HEENA KHERA
Company Secretary
Address: H.No 5, GMS Road
Mohit Vihar Niranjanpur
Dehradun 248001



Date: September 29, 2022
Place: Delhi

Explanatory Statement as required under Section 102 of the Companies Act, 2013

Item No. 3: Re-appointment of Statutory Auditors of the Company

The members are required to note that M/s PAAY & CO. LLP, be appointed as Statutory Auditors for a period of 1 year i.e. from conclusion of this (22nd) Annual General Meeting ('AGM') to be held in year 2021 until the conclusion of the next (23rd) AGM meeting of the Company to be held in year 2022 to carry on audit for FY2021-22 and to hold office as Statutory Auditor till conclusion of the ensuing Annual General Meeting ('AGM') of the Company.

Since the office of M/s PAAY & CO. LLP, as Statutory Auditor, is upto the conclusion of the ensuing AGM of the Company, it is proposed that M/s PAAY & CO. LLP be appointed as Statutory Auditors for a period of 1 year i.e. from conclusion of this (23rd) Annual General Meeting ('AGM') to be held in year 2022 until the conclusion of the next (24th) AGM meeting of the Company to be held in year 2023.

PAAY & Co LLP has been one of India's prominent Chartered accountancy firms providing wide array financial and advisory services to numerous MNC as well as reputed Indian companies. Following a top notch corporate culture, we believe in delivering accurate, relevant and timely information to the decision makers using industry expertise. We help companies to stay compliant and lawful. We aim at applying intelligence and expertise by providing realistic solutions to complicated business scenarios using analytical skills, functional expertise and intensive training. Our result oriented and success driven partners believes in providing equal services to clients of all sizes and at all locations. Our comprehensive connections with various firms and chartered accountants globally enables us to provide our clients with a unique combination of extensive global resources, world-recognized expertise and deep local knowledge. We remain committed to the ongoing growth of this global capability in all areas of services. Our differentiation is derived from a rapid performance-based, industry-tailored and technology-enabled business advisory services delivered by some of the leading talented professionals in the country. PAAY professionals are grouped by industry focus and our clients are able to deal with industry professionals who speak their language. Our internal information technology and knowledge management systems enable the delivery of informed and timely business advice to clients. For us, good isn't good enough. They aim to be the best at all that they do to help clients realize their ambitions to make a positive difference in society and to maximize the success of our people. This drive fuels the commitment and humanity that run deep through our every action.

M/s PAAY & CO. LLP have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act. The Board, on recommendation of the Audit Committee, in its meeting held on September 29, 2022, has considered the proposal and recommended the same for approval of the shareholders.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, are in anyway financially or otherwise, concerned or interested in this Resolution.

The Board recommends this Resolution for your approval.

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:	U51397DL1999PLC098428
Name of the Company:	Zircon Technologies (India) Limited
Registered Office:	No-2B-1226, G D Colony, Mayur Vihar, Ph-III, New Delhi - 110096

Name of the member (s) :	
Registered address :	
E-mail Id:	
Folio No/ Client Id :	
DP ID :	

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

1. Name	
Address	
E-mail Id	
Signature : , or failing him	
2. 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 Annual General Meeting of the Company, to be held at shorter notice, on Friday, September 30, 2022 at the registered office of the Company at No-2B-1226 G.D. Colony Mayur Vihar, Ph-III, New Delhi – 110096 at 5.00 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION

1. Adoption of Annual Financial Statements (Standalone and Consolidated) for the Financial Year 2021-22
2. Appointment of Mr. Sanjeev Sondhi as a Director liable to retire by rotation
3. Re-appointment of Statutory Auditors of the Company

Signed this

Signature of Shareholder _____

Affix Re.
1/-
Revenue

Signature of Proxy holder(s) _____

ATTENDANCE SLIP

TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING VENUE

LEDGER FOLIO No	
DP ID No.*	Not applicable
Client ID No.*	Not applicable

* Applicable to members holding shares in electronic form

Member/Proxy Holder Name	Father's / Husband's Name	Signature (s)

I hereby record my presence at the 23rd Annual General Meeting of the Company at the Registered Office of the Company, at shorter notice, at No-2B-1226 G.D. Colony Mayur Vihar, Ph-III, New Delhi – 110096, on Friday, September 30, 2022 at 5:00 P.M. or any adjournment thereof.

Signature of the Member / Proxy

(To be signed at the time of handing over this slip)

**NOTE: SHARE HOLDERS/ PROXY HOLDERS DESIRING TO ATTEND THE MEETING SHOULD
BRING HIS/HER COPY OF ANNUAL REPORT FOR REFERENCE AT THE MEETING.**

Route-map/Landmark of the AGM Venue
(G.D. Colony Mayur Vihar, Ph-III, New Delhi – 110096)
(Near Safeda Park)

