

# MAX ALERT SYSTEMS LTD.

Classique Centre, B/108, 1<sup>st</sup> Floor, Near Paper Box House, Opp. Mahal Industrial Estate,  
Off. Mahakali Caves Road, Andheri East, Mumbai - 400093 ❀ Tel : 022-26879168 / 022-26879178

CIN: L74999MH2004PLC144034

Date: 07.09.2018

To,  
The Manager  
Department of Corporate Services,  
BSE Limited,  
Phirozee Jeejeeboy Towers,  
Dalal Street, Fort,  
Mumbai-400 001

Dear Sir/Madam,

**Sub: Notice of 15<sup>th</sup> Annual General Meeting and Intimation of remote E-voting facility.**  
**Ref: Max Alert Systems Limited – 534563**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of the 15th Annual General Meeting of M/s. Max Alert Systems Limited to be held on Saturday, 29<sup>th</sup> September 2018 at 4:00 P.M. at Ind. Unit No. 108, B Wing, First Floor, Classique Centre, Opp. Mahal Industrial Estate, Off Mahakali Caves Road, Andheri (East), Mumbai-400093.

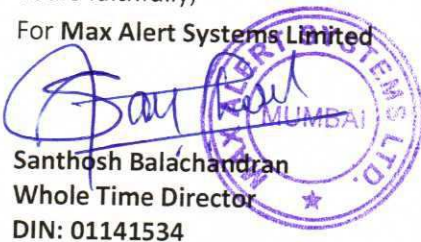
As per Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is providing to its Shareholders the facility to cast their vote by electronic means on all the resolutions set forth in the Notice. The Instructions for e-voting are mentioned in the said Notice.

This is for your information and records.

Thanking You,

Yours faithfully,

For Max Alert Systems Limited

  
Santhosh Balachandran  
Whole Time Director  
DIN: 01141534

Encl.: As above.

# MAX ALERT SYSTEMS LIMITED

CIN: L74999MH2004PLC144034

Reg. Off: Ind. Unit No. 108, B Wing, First Floor, Classique Centre, 26 Mahal Industrial Estate, Off Mahakali Caves Road, Andheri (East), Mumbai-400093. Email: ipo@mspl.biz, Ph: 022-26879168

## NOTICE

**NOTICE** is hereby given that the 15<sup>th</sup> Annual General Meeting of **Max Alert Systems Limited** will be held at Ind. Unit No 108, B Wing, First Floor, Classique Centre, 26 Mahal Industrial Estate, Off Mahakali Caves Road, Andheri (East), Mumbai-400093, on Saturday, 29<sup>th</sup> September, 2018, at 04.00 P.M. to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider, and adopt:

The Audited Balance Sheet as on 31<sup>st</sup> March, 2018 and the Profit & Loss Account of the Company for the year ended on that date together with the Directors Report, Auditor's Report and annexure thereto.

### SPECIAL BUSINESS:

2. **Appointment of Ms. Pushpa Prakash (DIN: 06717753) as an Independent Director of the company for a term of 5 years.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof) for the time being in force, **Ms. Pushpa Prakash (DIN: 06717753)**, who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 12/02/2018, as per the provisions of the Articles of Association of the Company and Section 161 of the Companies Act, 2013 and who holds Office up to the date of this Annual General Meeting and in respect of whom the Company has received a Notice in writing, proposing her candidature for the office of Director, pursuant to provisions of the Companies Act, 2013, being eligible for appointment to the office of Director, be and is hereby appointed as an “Independent Director” of the Company, not liable to retire by rotation at the AGM of the Company, to hold office for a term of 5 (Five) consecutive years up to the conclusion of the 20th AGM of the Company.”

**By Order of the Board of Directors  
For Max Alert Systems Limited**

**Place: Mumbai  
Dated: 31.08.2018**

**SD/-  
Santhosh K Balachandran  
Whole Time Director  
(DIN: 01141534)**

**SD/-  
Valiyakath Adimakungu Noushad  
Director  
(DIN: 05199442)**

**NOTES:**

1. The Register of Members will be closed from 25<sup>th</sup> September, 2018 to 29<sup>th</sup> September, 2018 (both days inclusive), for the purpose of the Annual General Meeting.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on his behalf and such proxy / proxies need not be a member of the Company. Person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
3. Proxy forms in order to be effective must be received at Registered Office of the Company situated at Ind. Unit No 108, B Wing, First Floor, Classique Centre, 26 Mahal Industrial Estate, Off Mahakali Caves Road, Andheri (East), Mumbai-400093, 48 hours before the Annual General Meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. Members are requested to bring their copies of the Report and Accounts to the Meeting.
6. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the 15<sup>th</sup> Annual General Meeting. Also they are required to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agents i.e. Skyline Financial Services Private Limited to provide efficient and better services.
7. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. The route map showing directions to reach the venue of the Fifteenth AGM is annexed to the Annual Report.
9. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 11.00 A.M. to 1.00 P.M. up to the date of AGM.

10. Members are requested to affix their signatures at the space provided on the Attendance Slip annexed to the Proxy Form and hand over the Slip at the entrance to the place of the Meeting.
11. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the AGM.
12. Copies of Annual Report 2018 are being sent to the members in the permitted mode.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants(s). Members holding shares in physical form shall submit their PAN details to the Company / RTA.

**14. Important Communique to Members-Green Initiative in Corporate Governance :**

The Ministry of Corporate Affairs (MCA) has taken a Green Initiative in Corporate Governance by allowing paperless compliances by the companies and has issued a circular stating that service of all documents can be sent by e-mail to its Members. Your Company believes that this is a remarkable and environment friendly initiative by MCA and requests all members to support in this noble cause.

Members are requested to further note that they will be entitled to be furnished, free of cost, the physical copy of the documents sent by e-mail, upon receipt of a requisition from them, any time, as a Member of the Company.

**15. Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and amendment thereto, the Company is pleased to provide members facility to exercise their right to vote at the 15<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) limited (CDSL). The Company has signed an agreement with CDSL for facilitating such e-voting by the Members.

**The instructions for shareholders voting electronically are as under:**

- The voting period begins on Wednesday, 26<sup>th</sup> September, 2018 at 9.00 A.M. till Friday, 28<sup>th</sup> September, 2018 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date ie.

22<sup>nd</sup> September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- Click on Shareholders.
- 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.
- Next enter the Image verification as displayed and click on Login.
- 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.
- If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details	<p>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.</p> <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or Company</li></ul>

<b>OR</b> Date of Birth (DOB)	please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).
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- After entering these details appropriately, click on “SUBMIT” tab.
- 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.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant Max Alert Systems Limited on which you choose to vote.
- 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.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 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.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

- 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.
- **Note for Non – Individual Shareholders and Custodians.**
  - ❖ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian 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.
- 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).



## **ANNEXURE-1 TO THE NOTICE:**

### **EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACTS, 2013.**

The following Explanatory Statement sets out the material facts relating to the business under Item 2 of the accompanying Notice:

#### **Item No. 2**

**Ms. Pushpa Prakash (DIN: 06717753)** was appointed as an Additional Director w.e.f. February 12, 2018 in accordance with the provisions of Section 161 of the Companies Act, 2013, to hold office up to the date of the Annual General Meeting. The Company has received a notice in writing from member proposing the candidature of **Ms. Pushpa Prakash (DIN: 06717753)**, for the office of Director pursuant to the provisions of the Companies Act, 2013. Further, as per requirements of the provisions of the Companies Act, 2013, Rules made there under, Independent Directors are not liable to retire by rotation and are required to be appointed by Shareholders. Therefore, it is proposed to appoint **Ms. Pushpa Prakash (DIN: 06717753)**, as an Independent Director of the Company for a term of five consecutive years up to the conclusion of 20th AGM of the Company.

**Ms. Pushpa Prakash (DIN: 06717753)** is not disqualified from being appointed as Director in terms of Section 164 of the Act and having given her consent to act as Director of the Company. The Company has also received declarations from her that she meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act.

Her brief resume along with other details as required under Regulation 36 (3) (a) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is provided in the Annexure -2 of this Notice. The Board considers that **Ms. Pushpa Prakash (DIN: 06717753)**, will adhere to the standards & provisions laid down under Schedule IV of the Companies Act, 2013 and it is desirable to continue to avail their services as an Independent Director. Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for your approval.

## **ANNEXURE-2 TO THE NOTICE**

Brief resume of the Directors appointed or re-appointed at the upcoming Annual General Meeting as per Regulation 36 (3) (a) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

<b>Name of the Director</b>	Ms. Pushpa Prakash
<b>Date of Birth</b>	15/04/1962
<b>Date of Appointment</b>	12/02/2018
<b>Qualification &amp; Brief Profile</b>	HSC
<b>Relationship with Directors</b>	NA
<b>Experience &amp; brief profile</b>	Pushpa Prakash has a degree in HSC Commerce. She has years of experience in Business.
<b>Directorships held in other Listed Entities</b>	NIL
<b>Memberships/ Chairmanships of committees of other Listed Entities</b>	NIL
<b>Shareholding in the Company</b>	NIL

**By Order of the Board of Directors  
For Max Alert Systems Limited**

**Place: Mumbai  
Dated: 31.08.2018**

**SD/-  
Santhosh K Balachandran  
Whole Time Director  
(DIN: 01141534)**

**SD/-  
Valiyakath Adimakungu Noushad  
Director  
(DIN: 05199442)**