

Before the National Company Law Tribunal, Chandigarh Bench at Chandigarh Company Application No. CA(CAA) No. 08/Chd/HP/2017					
In the matter of: Section 230-232 read with section 66 and other applicable provisions of the Companies Act, 2013 Him Teknoforge Limited (CIN : U28910HP1989PLC008963) Village Billanwali, Labana, Baddi, Distt. Solan, Himachal Pradesh-173205 E-mail: teknoforge@himgroup.net Tel. No. : 9815026035, 01795-654025 ... Applicant/Transferor Company					
And					
Gujarat Automotive Gears Limited (CIN : L29130HP1971PLC000904) Village Billanwali, Baddi, Distt. Solan, Himachal Pradesh-173205 E-mail ID : gujaratgears@gmail.com Tel. No. : 9815026035, 01795-654025 ... Applicant/Transferee Company					
Notice and advertisement of notice of the meetings of equity shareholders, secured creditors and unsecured creditors of (i) Him Teknoforge Limited –The transferor company and (ii) Gujarat Automotive Gears Limited - the transferee Company					
Notice is hereby given that by an order dated the 5 th day of May, 2017, the Hon'ble National Company Law Tribunal, Chandigarh Bench at Chandigarh (NCLT) has directed separate meetings of the equity shareholders, secured creditors and unsecured creditors of (i) Him Teknoforge Limited, the transferor company and (ii) Gujarat Automotive Gears Limited, the transferee company, for the purpose of considering, and if thought fit, approving, with or without modification(s), the arrangement embodied in the Scheme of Amalgamation of Him Teknoforge Limited with Gujarat Automotive Gears Limited and their respective shareholders. In pursuance of said order and as directed therein, further notice is hereby given that aforesaid meetings of the equity shareholders, secured creditors and unsecured creditors of the said transferor company and transferee company will be held as under, at which time and place the said equity shareholders, secured creditors and unsecured creditors of the transferor company and transferee company are requested to attend:					
Category of Members/ Creditors	Him Teknoforge Limited-Transferor Company		Gujarat Automotive Gears Limited-Transferee Company		Venue
	Date	Time	Date	Time	
Members (Equity Shareholders)	22.06.2017	2.00 P.M	23.06.2017	2:00 P.M	Hotel "Sip n Dine", SCO 16-A, Sector 7-C, Madhya Marg, Chandigarh-160019
Secured Creditors	22.06.2017	3.30 P.M	23.06.2017	3.30 P.M	
Unsecured Creditors	22.06.2017	4.30 P.M	23.06.2017	4.30 P.M	
Copy of the said Scheme of Amalgamation and of the statement under Section 230 can be obtained free of charge at the registered office of the respective company or at the office of its counsel Sh. Anil Kumar Aggarwal, Advocate at SCO 64, 2 nd Floor, Sector 20-C, Chandigarh.160 020					
Persons entitled to attend and vote at the meetings, may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the above mentioned registered office of the respective company at Village Billanwali, Baddi, Distt. Solan, Himachal Pradesh-173205 not later than 48 hours before the meeting.					
Forms of proxy can be had at the registered office of the respective company.					
The Hon'ble Tribunal has appointed Mr. Justice (Retd.) S.K. Jain as Chairperson and failing him, Mr. Nitin Jain, Advocate as Alternate Chairperson of the meeting of the equity shareholders, secured creditors and unsecured creditors of the companies.					
The Tribunal has appointed Mr. Kanwaljit Singh, Practising Company Secretary (C.P. No. 5870), House No. 3051, Sector 71, Mohali (Pb) -160071 as the Scrutinizer to conduct the voting in a fair and transparent manner, who will submit his report to the Chairperson of the meetings after completion of the scrutiny of the votes cast by the equity shareholders, secured creditors and unsecured creditors.					
The Scheme, if approved in the aforesaid meetings, will be subject to the subsequent approval of the Hon'ble Tribunal.					
Further Notice is hereby given to the equity shareholders of the transferee company :					
1. The transferee company has provided the facility of voting by postal ballot and e-voting so as to enable the equity shareholders, to consider and approve the scheme. The applicant company has also provided the facility of ballot or polling paper at the venue of the meeting. The applicant company has engaged the services of Central Depository Services (India) Limited ("CDSL") for facilitating e-voting services;					
2. The cut-off date for determining the eligibility of the equity shareholders for voting through postal ballot or e-voting or voting at the venue of the meeting is 28 th day of April, 2017. 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 only shall be entitled for voting. Persons who are not equity shareholders of the applicant company as on the cut-off date should treat this notice for information purposes only;					
3. The voting through postal ballot and e-voting shall begin on Wednesday, 24 th May, 2017 (9.00 a.m. IST) and shall end on Thursday, 22 nd June, 2017 (5.00 p.m. IST). During this period, the shareholders of the Company holding shares either in physical or dematerialized form, as on cut-off date i.e. 28 th April, 2017 may cast their vote either electronically or through postal ballot. The e-voting module will be disabled by CDSL for voting on Thursday, 22 nd June, 2017 at 5.00 p.m. IST;					
4. .Duly completed and signed postal ballot form should reach the Scrutinizer on or before 5.00 p.m. on 22 nd June, 2017. Any postal ballot form received after 5.00 p.m. on 22 nd June, 2017, shall not be considered and shall be treated as if the reply from the equity shareholder has not been received;					
5. During the voting period, the equity shareholders can opt for only one mode for voting i.e. either by postal ballot or e-voting. In case any equity shareholder cast the vote both via postal ballot and e-voting, then voting validity done through e-voting shall prevail. Equity shareholders who have cast their vote through postal ballot or e-voting may attend the meeting but shall not be entitled to cast their vote again;					
6. The postal ballot and e-voting notice along with postal ballot form is also available on company's website www.gagl.net . The shareholders who have not received postal ballot form may obtain duplicate postal ballot form from the registered office of the company as stated above;					
7. National Company Law Tribunal (NCLT), Chandigarh Bench, Chandigarh vide order dated 05 th May, 2017 has appointed Mr. Kanwaljit Singh, Practising Company Secretary as the "Scrutinizer" to conduct the postal ballot and e-voting process in a fair and transparent manner;					
8. In case of any query/ grievance in relation to the voting by postal ballot, members may write to Mr. Chintan Doshi, Company Secretary of the transferee company at gujaratgears@gmail.com or at the registered office of the company. For any query/ grievances related to e-voting, members 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 .					
In case of meeting of the equity shareholders of the transferor company and the meetings of the secured creditors and the unsecured creditors of the transferor and transferee company, the voting shall be carried out through the ballot/ polling paper at the venue of the meetings.					
Sd/- (Rajiv Aggarwal)					
Director/Managing Director Him Teknoforge Limited/ Gujarat Automotive Gears Limited					
PLACE: Chandigarh DATED: May 18,2017					

