



THROUGH EMAIL

Circular No. 7/2023-24/17.1M

May 22, 2023

TO: ALL ORDINARY MEMBERS

Notice for holding
EXTRAORDINARY GENERAL MEETING
At 1700 hrs. on Tuesday, June 06, 2023,
New Delhi, Virtually

Notice is hereby given that the Extraordinary General Meeting of the members of the Automotive Component Manufacturers Association of India will be held at 1700 hrs. on Tuesday, June 06, 2023, at New Delhi, Virtually to transact the following business:

The link for joining the meeting is as under:

Link: <https://us02web.zoom.us/j/83406536660>

Password: 06062023

SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modifications, the following Resolutions as Special Resolutions:

Special Resolution No.1

“Approval is hereby accorded to amend the Article 15 and Article 18 of the Articles of Association of ACMA as appended in the schedule hereto dealing with the Administration and Management of the affairs and concerns of the Association”.

Special Resolution No.2

“Approval is hereby accorded to amend the Clause 6 and 11 of Rules and Procedures governing the Election of ACMA Executive Committee and Clause 6 of Rules and Procedures governing the Election of Regional Chairmen of the Articles of Association of ACMA”.

By order of the Executive Committee



**Vinnie Mehta
Secretary**

Encl.

1. An Explanatory statement pursuant to section 102 of the Companies Act, 2013, setting out the material facts in respect of the Business to be transacted at the Meeting is annexed hereto.

Explanatory Statements u/s 102(1) of the Companies Act. 2013.

In respect of Special Resolution No.1 for Amendment in Article 15 and 18 of Articles of Association of ACMA

As per the definition of MSME issued by Ministry of MSME which is effective from 1st July, 2020, a company with the Turnover of up to Rs.250 crore will be considered as MSME.

According to the above definition of MSME, 67% of ACMA Membership falls in the MSME Category. Currently, ACMA has 746 ordinary Members and out of 746 Members, 499 Members fall in MSME Category.

Also, 13 MSME Members, are part of the ACMA Executive Committee as Elected Members. The Total Strength of the ACMA Executive Committee is 36 Members. With significant representation of SMEs, reservation of 3 seats for SMEs in EC may no longer be required.

Therefore, with the above background, the ACMA Executive Committee is proposing removal of clause C of Article 15 of Articles of Association of ACMA to reduce the strength of ACMA Executive Committee from 36 Members to 33 Members. There will be no change in rest of the elected representation i.e. 4 members from each of North, West and South and 2 from East, 8 members from all India Category and 4 Regional Chairpersons and accordingly Article 18 of Articles of Association of ACMA.

In respect of Special Resolution No.2 for Amendment in Rules and Procedures governing the Election of ACMA Executive Committee and Regional Chairmen prescribed under Article 18 and 30 respectively of the Articles of Association of ACMA.

As during Covid Pandemic in 2021, situation was very challenging and most of the people were working from home at that time. Considering the situation at that time, the Executive Committee of ACMA advised to conduct the ACMA Executive Committee Election through E-Voting Paper for 2021-22. ACMA received very good response from Members by way of participating through E-Voting, hence, ACMA, followed the same practice for the ACMA Executive Committee Election for FY 2022-23 as well.

Since, the system has now been established for E-Voting for ACMA EC Election and members are responding well to the system, hence, there is the need to include the E-Voting system in existing Rules and Procedures governing the Election of ACMA Executive Committee and Regional

Chairmen prescribed under Article 18 and 30 respectively of the Articles of Association of ACMA.

Therefore, with the above background, the Executive Committee of ACMA is proposing to include E-Voting system in existing Clause 6 of Rules and Procedures governing the Election of ACMA Executive Committee and Regional Chairmen and seeking the approval from ACMA Executive Committee of ACMA.

Also, Clause 11 of Rules and Procedures governing the Election of ACMA Executive Committee prescribed under Article 18 of the Articles of Association of ACMA needs to be amended.

Further the committee had given their consent to amend Clause 6 and 11 of Rules and Procedures governing the Election of ACMA Executive Committee and Clause 6 of Rules and Procedures governing the Election of Regional Chairmen.

For altering Article 15 & 18 of the Articles of Association and Rules and Procedures governing the Election of ACMA Executive Committee and Regional Chairmen, ACMA needs special resolutions as set out in the notice convening the Extra Ordinary General Meeting.

By order of the Executive Committee



Vinnie Mehta
Secretary