

NOTICE OF THE GENERAL MEETING UNDER COMPANIES ACT 2013 & SECRETARIAL STANDARD- II

GOYAL DIVESH & ASSOCIATES
Practicing Company Secretary

*Notice of
General Meeting*



Notice is hereby given that the (No. of Meeting) Annual General Meeting of the members of the (Company Name) will be held on (Day of Meeting), (Date of Meeting), 2015 at (Time of Meeting) at (Venue of Meeting), to transact the following businesses:

ORDINARY BUSINESS:

1. To Consider and adopt:

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

“RESOLVED THAT the Audited Balance Sheet & Profit & statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2015 along with the Auditor's Report and the Directors' Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.”

- 2.** To declare the final dividend on equity shares for the financial year ended March 31, 2015.
- 3.** To appoint a Director in place of Mr. (Name of Director) (DIN:), who retires by rotation and being eligible, offers himself for re-appointment.

4. Ratification of Auditor:

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

“RESOLVED that pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as



amended from time to time, the Company hereby ratifies the appointment of (Auditor Name), Chartered Accountants (Firm Registration No _____), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2016 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

Event Based Compliance

Dated: (Date of Notice)

Place: (_____)

For and on behalf of the Board
(Name of Company)

(Name of CS/Director)

(Company Secretary/Director)

PAN/DIN

Add: (CS/ Director issuing notice)

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting in respect of item no (item no of special business) is annexed hereto and forms part of notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTES IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
3. The Final Dividend for the financial year ended 31st March, 2015, as recommended by the Board, if approved at the AGM, will be paid on or after (Day), (Date), 2015 to those Members whose name appears in the Register of Members of the Company as on the book closure dates.
4. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or with the Depository Participant(s). Members who have not registered their email address with the Company can now register the same by submitting a duly filled-in 'E-communication Registration Form' available on the website of Company (Website address of company) to M/s(_____) or Investor Service Department of the Company. Members holding shares in demat form are requested to register their email address with the Depository Participant(s) only. Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.

5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.

If anybody wants Complete Article on SS-I and SS-II please drop mail at

EXPLANATORY STATEMENTS U/S. 102 OF THE COMPANIES ACT, 2013:

REASON OF PASSING OF RESOLUTION

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said resolution. The relevant documents are available for inspection by the members during working hours at registered office of the company.

The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

For and on behalf of the Board
(Name of Company)

Dated: (Date of Notice)
Place: (_____)

(Name of CS/Director)
(Company Secretary/Director)
PAN/DIN
Add: (CS/ Director issuing notice)

If anybody wants Complete Article on SS-I and SS-II please drop mail at
csdiveshgoyal@gmail.com