Meetings

Who call the meetings and why ??

Board at its initiative call the meetings for smooth proceedings of the company.

- Annual General Meeting :- which is required to be held in accordance of section166 of the companies Act.
- Extra general meeting :- EGM of members which come held between the two annual general meetings for the work which can't be postponed till the next year.
- The ICSI has issued SS1 " Secretarial standard on general meetings" which need to be followed in complying the general meetings.

General Meeting on requisition of members :-

A meeting on the request of members will be EGM. Board will call EGM on behalf of shareholders but the **requisition** must not less than 1/10 of the paidup capital/voting power/share capital, as the case may be.

Exemptions available to section 25 companies :-

The company can call for general meeting for not less than 14 days notice.

Statutory Meeting' :-

A special meeting which is held once in the life time of the company. It gives a light on the company's formation and adoption of various issues or passing resolution on them , whether they are included in notice or not, Adoption of statutory report etc . In short it gives a big picture of what about the company is, how it will work or what it will work.

- A private company or a private company changed into public company also need not to hold Statutory meeting.
- Time limit :- for not less than 1 month and not more than 6 months from the date of commencement of business.
- Date of commencement will be from the date of certificate to commence business.
- The statutory meeting is a meeting of members which should be held in accordance with Section 171 to 187B .

- The statutory report is required to be certified by two or more directors,one of them shall be managing director. And it should also be certified by the auditors of the company.
- 21 days clear notice , less time notice will be accepted only when 95 % of paidup share capital shareholders.
- The statutory report should be filed in e-form 22 to the registrar along with the fee.
- Other resolutions may also be passed at the statutory meeting only on those matters for which previous notice has been given alongwith explanatory statement
- Any default in complying with the provision will attract penalty of Rs. 5,000. It can also be a cause of winding up of the company u/s 433 if petition filed.

AGM :-

- Mandatory for every company. It Should be held once in every financial year except in case of first AGM.
- No excuse for not holding the meeting such as ….The accounts were not ready or the company is now a subsidiary of public company.
- The company should held its first AGM within 15 months from incorporation.However the registrar may extend the period to 3 months more on valid grounds.
- Further that in terms of the provisions of section 210 an annual general meeting shall be held within a period of six months from the end of the financial year whose accounts are proposed to be considered at the said annual general meeting.
- The company should file its annual return within 60 days from the last date of meeting has been held in form 20B.
- If return didn't filed then it would attract penalty of 500/day default continues . If the same continued for 3 years , then directors may also be qualified u/s 274(1)(g).
- And further he can't be director of any public company. { these rules r quite similar to cheating na …. 5 saal tak exams ni dene diye jaynege sort of …}
- annual general meeting shall be held at the registered office or at some other place within the city, town or village where the registered office of the company is situated.
- It should be done on working day and during business hours.
- AGM can't be held on a public day.
- There are two sorts of business which are transacted on AGM :-
    - First is ordinary business :-
        - Consideration of B/S , Reports of directors and auditors.
        - Declaration of dividend
        - Appointment of directors in place of those retiring.

    - Appointment of auditors.
- Any other business transacted at the meeting will be Special business.
    - To be continued …………

Regards

Renu