

## NOTICE

Notice is hereby given that the Forty Eighth (48th) Annual General Meeting of the Company will be held on Monday the 30th day of September, 2019 at 12.00 p.m. in the Auditorium attached to the office of Okhla Industrial Estate Association, Exhibition Complex, Okhla Industrial Estate, Phase III, New Delhi - 110 020 to transact the following business:

### ORDINARY BUSINESS:

- To receive, consider and approve the Standalone and Consolidated Audited Balance Sheet as on 31<sup>st</sup> March, 2019 and the Profit & Loss Account for the year ended on that date and the reports of the Directors and Auditors thereon by considering and, if thought fit, passing with or without modification the following resolution:  
**"RESOLVED THAT** the Balance Sheet and Statement of Profit & Loss of the Company for the year ended 31<sup>st</sup> March, 2019 and the Directors Report and the Auditors Report thereon alongwith consolidated financial statements of the same year be and are hereby approved and adopted."
- To declare dividend @ ₹ 03.16 (Rupees Three and paise sixteen) per Equity Share (31.60%) in respect of the Paid-up Equity Share Capital of ₹ 44,26,80,620/- in respect of financial year 2018-19 payable to those shareholders whose names appear on register of members of the Company as on 27<sup>th</sup> September, 2019.
- To appoint a Director in place of Mr Ashok Khanna who retires by rotation at the 48<sup>th</sup> Annual General Meeting and being eligible offers himself for reappointment by considering and if thought fit passing with or without modification the following resolution:  
**"RESOLVED THAT** Mr Ashok Khanna who retires by rotation at the 48<sup>th</sup> Annual General Meeting and being eligible offers himself for re-appointment be and is hereby re-appointed as Director of the Company."
- To appoint a Director in place of Mr Anuj Khanna who retires by rotation at the 48<sup>th</sup> Annual General Meeting and being eligible offers himself for reappointment by considering and if thought fit passing with or without modification the following resolution:  
**"RESOLVED THAT** Mr Anuj Khanna who retires by rotation at the 48<sup>th</sup> Annual General Meeting and being eligible offers himself for re-appointment be and is hereby re-appointed as Director of the Company."
- To ratify the appointment of **B S R & Co. LLP, Chartered Accountants** (Firm Registration No. 101248W/W-100022) as Statutory Auditors who were appointed to hold the office from the conclusion of Forty Seventh (47th) Annual General Meeting until the conclusion of the Fifty Second (52nd) Annual General Meeting in the 47th Annual General Meeting of the Company. In this behalf, to consider and if thought fit, to pass with or without modification the following resolution:  
**"RESOLVED THAT** the appointment of **B S R & Co. LLP, Chartered Accountants** (Firm Registration No. 101248W/W-100022) Statutory Auditors who were appointed in the 47th Annual General Meeting of the Company to hold the office from the conclusion of Forty Seventh (47th) Annual General Meeting until the conclusion of the Fifty Second (52nd) Annual General Meeting with reference to Financial Year ending 31.03.2023, at a remuneration as may be decided by the Board of Directors of the Company keeping in view the volume of work be and is hereby ratified and confirmed."

### Special Business

- To consider and if thought fit to pass with or without modification the following resolution:  
**"RESOLVED** that pursuant to Section 148(3) of the Companies Act, 2013, and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, Sanjay Gupta & Associates - Cost Accountants, be and are hereby re-appointed as the Cost Auditors of the company to conduct audit of cost accounting records maintained by the Company for the year 2019-20, at a remuneration of ₹ 7,00,000/- plus service tax and out-of pocket expenses which be and is hereby approved.

By order of the Board of C&S Electric Ltd.

Sd/-

Lalit Krishan Khanna

Company Secretary

Membership No. FCS 3184

PLACE: NEW DELHI

DATED: 30.07.2019

## NOTES

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED.
- EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEM NO. 6 IS ENCLOSED HERETO.

## EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act)

### ITEM NO. 06

It is proposed to reappoint Sanjay Gupta & Associates – Cost Accountants, as the Cost Auditors of the Company for the Financial Year 2019-20 at a remuneration as given in the proposed resolution.

The proposal for their remuneration is being placed before the members for their approval and your Directors commend the Resolution.

None of the Directors is concerned or interested in the resolution.

By order of the Board of C&S Electric Ltd.

Lalit Krishan Khanna

Company Secretary

Membership No. FCS 3184

Place : New Delhi

Dated : 30.07.2019