



MGVCL

An ISO 9001:2015 Certified Company



MADHYA GUJARAT VIJ COMPANY LIMITED

Registered Office: Sardar Patel Vidyut Bhavan, Race Course, Vadodara 390007.

CIN - U40102GJ2003SGC042907

Tel.No : (0265) 2310582-86 – Fax No : (0265) 2337918 / 2338164

Web Site : www.mgvcl.com E-mail : mgvcl@gebmail.com

MGVCL/CS/19th AGM/2022/514

16/12/2022

NOTICE

Notice is hereby given that the 19th Annual General Meeting of the Members of **Madhya Gujarat Vij Company Limited** will be held (at shorter notice under Section 101(1) of the Companies Act, 2013, pursuant to consent received from all the members) on **Tuesday, the 20th December 2022 at 11.45 a.m.** at the 'GUVNL Conference Room' of the Company, Third Floor, Sardar Patel Vidyut Bhavan, Race Course Circle, Vadodara - 390 007, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2022, together with the Board's Report and Report of Auditors' thereon along with Comments of the Comptroller & Auditor General of India.
2. To authorize the Board of Directors of the Company to fix the remuneration payable to Statutory Auditors of the Company appointed by the Comptroller and Auditor General of India (C & AG), New Delhi, for the audit of accounts of the Company for the financial year 2021-22 and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution.

“RESOLVED THAT the appointment of M/s Mukund & Rohit., Chartered Accountants, Vadodara made by the Comptroller and Auditor General of India, New Delhi, of pursuant to Section 139(5) of the Companies Act, 2013 to audit the accounts of the Company for the financial year 2022-23 be and is hereby noted and pursuant to Section 142 of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration and other terms and conditions including out of pocket expenses, to M/s Mukund & Rohit., Chartered Accountants, Vadodara the Statutory Auditors appointed by the Comptroller and Auditor General of India, to audit the accounts of Company for the financial year 2022-23.”

SPECIAL BUSINESS

3. 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 148, all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors/s N. D. Birla & Co., Cost Accountants, Vadodara, (Firm Registration No.000028), appointed by the Board of Directors of the Company as Cost Auditors of the Company to conduct the audit of the Cost Accounts / Records maintained by

the Company in respect of Electricity Industry for the financial year ending 31st March, 2023, be paid remuneration of ₹ 67,000/- (Rupees sixty seven thousand Only) per annum as cost audit fees inclusive of out of pocket expenses and applicable GST;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board

Date : 16/12/2022
Place : Vadodara

Sd/-
V.M. Chavan
Company Secretary

REGISTERED OFFICE:

Sardar Patel Vidyut Bhavan,
Race Course,
Vadodara - 390 007
CIN : U40102GJ2003SGC042907

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 3

The Board has approved the re-appointment of the Cost Auditors, M/s N.D. Birla & Co., Cost Accountants, Vadodara at a remuneration of ₹ 67,000/- (Rupees sixty seven thousand Only) per annum as cost audit fees inclusive of out of pocket expenses plus GST for the financial year ending 31st March 2023.

In accordance with the provisions of the Section 148 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2023.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, financially or otherwise, in passing of the Resolution set out at Item No. 3.

The Board recommends the Ordinary Resolution set out in the Item No. 3 of the Notice for approval of the members.

By Order of the Board

Date : 16/12/2022
Place : Vadodara

Sd/-
V.M. Chavan
Company Secretary

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