

JAIPUR VIDYUT VITRAN NIGAM LIMITED

CIN: U40109RJ2000SGC016486

Regd. Office: Vidyut Bhawan, Jyoti Nagar, Jaipur – 302005

TELEFAX: 0141-2742802; Website: energy.rajasthan.gov.in/jvvn1

E-Mail: companysecy@jvvn1.org

No. / JPD / CS / 19th AGM / D. 328

September 16, 2019

NOTICE

Notice is hereby given that the 19th Annual General Meeting of the Company is scheduled to be held on **Monday, the 23rd September, 2019 at 11:30 AM** in the Board Room, situated at the Registered Office of the Company at Vidyut Bhawan, Jyoti Nagar, Jaipur to transact the following business:

ORDINARY BUSINESS

1. TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED ON 31.03.2019

To consider and approve the following **ordinary resolution**, with or without modification(s):

“RESOLVED THAT the Financial Statements consisting of Audited Balance Sheet of the Company as at 31st March 2019, the Statement of Profit & Loss, Cash Flow Statement for the Financial Year ended on that date along with the Notes thereto, the Report of the Statutory Auditors thereon, the Directors’ Report for the year and the Supplementary Audit Report of the Comptroller & Auditor General of India (C&AG) along with Management’s response thereto be and are hereby received and adopted.”

2. APPOINTMENT OF AUDITORS

To consider and approve the following **ordinary resolution**, with or without modification(s):

“RESOLVED THAT the appointment of M/s. Gopal Sharma & Co., Chartered Accountants, Jaipur by the Comptroller & Auditor General of India vide letter No. CA.V / COY / Rajasthan, JPVIDT (1) / 1336 dated 01.10.2018, as the Statutory Auditors of the Company for the Financial Year 2018-19 be and is hereby confirmed and for their services, audit fee of Rs. 4.50 lakh plus applicable GST, if any and also reimbursement of out of pocket expenses as decided by the Board of Directors be and are hereby also approved.’

‘FURTHER RESOLVED THAT Board of Directors of the Company be and is hereby authorized to accept the appointment of Statutory Auditors made by the Comptroller & Auditor General of India for the Financial Year 2019-20 and

to fix remuneration and out of pocket expenses of such Statutory Auditors for audit of the Annual Accounts of the Company for the said Financial Year.”

SPECIAL BUSINESS

3. TO CONFIRM THE APPOINTMENT OF COST AUDITORS AND REMUNERATION PAYABLE THEREOF

To consider and if think fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

“**RESOLVED THAT** the appointment of M/s. M. Goyal & Company, Cost Accountants, Jaipur as Cost Auditors for conducting the audit of cost records of the Company for the Financial Year 2019-20 at an audit fee / remuneration of Rs. 10,000 /- inclusive of applicable taxes and TA / DA and out of pocket expenses, at par with those of Statutory Auditors of the Company, made by the Board of Directors in the 276th Meeting held on 30th July, 2019 subject to ratification by the Members, be and is hereby confirmed.”

By order of the Board of Directors

Date: 16.09.2019

Place: Jaipur

Girish Goyal
Company Secretary

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself. Such proxy need not be a member of the company.
2. The proxy form should be lodged with the Company at its registered office at least 48 hours before the time of the meeting.
3. All documents referred to in the Notice are open for inspection at the registered office of the Company during office hours till the date of AGM.
4. Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 is annexed hereto.

Copy to the following for information and necessary action:

1. The Addl. Chief Secretary (Finance) for Hon'ble Governor of Rajasthan
2. Shri Naresh Pal Gangwar Chairman & Member
3. Smt. Aparna Arora Director
4. Shri Kunji Lal Meena Director & Member
5. Shri Sudhir Kumar Sharma Director
6. Shri Peeyush Samariya Director
7. Shri A. K. Gupta Managing Director & Member
8. Shri Suresh Chouhan Director (T) & Member
9. Shri R. N. Nayak Independent Director
10. Shri R. A. Gupta Independent Director
11. Shri A. K. Joshi CCOA & Member
12. Shri Y. S. Rathore CAO (FM-W&M) & Member
13. The CAO (IA) & Internal Auditor, Jaipur Discom, Jaipur
14. C&AG, Rajasthan

15.M/s. Gopal Sharma & Co.	Statutory Auditors
16.M/s. M. Goyal & Company	Cost Auditors
17.M/s. Ramesh Kumar Shivnani	Secretarial Auditors

Company Secretary

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013

In conformity with the provisions of Section 102 (1) of the Companies Act, 2013, the following Explanatory Statement setting out all material facts in respect of item No. 3 mentioned in the accompanying Notice.

ITEM NO. 3

The Ministry of Corporate Affairs, Govt. of India, New Delhi vide Notification dated 30th June, 2014 has prescribed the Companies (cost records and audit) Rules, 2014. Pursuant to rule 3 of the aforesaid rules, certain class of companies is required to include cost records in their books of account. Further, Rule 4 provides that the cost records of a company are required to be audited, if the net worth of the company is rupees one hundred and fifty crore or more or the turnover is rupees twenty five crore or more.

Pursuant to the provisions of Section 148 (3) of the Companies Act, 2013 read with rule 14 of the Companies (Audit & Auditors) Rules, 2014, the audit under sub section (2) shall be conducted by a cost accountant in practice who shall be appointed by the Board on such remuneration as may be determined by the members in such manner as may be prescribed.

Your company has appointed M/s. M. Goyal & Company, Jaipur, as Cost Auditors for conducting the audit of cost records of the Company for the Financial Year 2019-20 at an audit fee / remuneration of Rs. 10000/- inclusive of service tax and TA / DA and out of pocket expenses at par with those of Statutory Auditors of the Company, subject to ratification by the Members.

The Board of Directors recommends the passing of the aforesaid ordinary resolution.

None of the Directors, Key Managerial Personnel and / or their relatives is concerned or interested in the above resolution.

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Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	
Registered address:	
E-mail ID	
Folio No.	

I, being the member(s) of Shares of the above named Company, hereby appoint

1. Name: Address:	2. Name: Address:	3. Name: Address:
E-mail ID:	E-mail ID:	E-mail ID:
Signature:, or failing him	Signature:, or failing him	Signature:

as my proxy to attend and vote (on a poll) for me and on my behalf at the Annual General Meeting of the Company, to be held on Monday, the 23rd September, 2019 at 11:30 AM at the Registered Office of the Company situated at Vidyut Bhawan, Jyoti Nagar, Jaipur and at any adjournment thereof in respect of such resolutions as contained in the Notice of the said General Meeting.

Signed this day of 20

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp

NOTE: THIS FORM OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN 48 HOURS BEFORE THE COMENCEMENT OF THE MEETING.