

**NOTICE OF THE 14<sup>th</sup> (FOURTEENTH) ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 14<sup>th</sup> (Fourteenth) Annual General Meeting of the members of KC Cottrell India Private Limited will be held at shorter notice on Thursday, 29<sup>th</sup> September, 2022 at 01:00 P.M. (IST)/ 04:30 P.M. (KST) through Other Audio-Visual Means (“OAVM”) facility at the Registered Office of the Company situated at Unit No. 506, 513 & 514, Tower B, Spazedge Commercial Complex, Sector-47, Sohna Road, Gurugram - 122002 Haryana to transact the following business:

**ORDINARY BUSINESS:**

1. **To receive, consider and adopt the audited annual Financial Statements of the Company comprising of Balance Sheet as at 31st March, 2022, Statement of Profit & Loss for the financial year ended on that date and Cash Flow Statement as at 31st March, 2022 along with Notes to accounts referred therein, the Auditors’ Report thereon and the Directors’ Report thereto**

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 129 of the Companies Act, 2013 and rules made thereunder (including any amendment therein or re-enactment thereof, if any), the audited annual Financial Statements of the Company comprising of Balance Sheet as at 31<sup>st</sup> March, 2022, Statement of Profit & Loss for the year ended on that date, along with the Cash Flow Statement as at 31st March, 2022 and Explanatory Notes annexed to, or forming part of any document referred above, the Auditors’ Report thereon and Boards’ Report thereto be and are hereby received, considered and adopted.”

**By order of the Board of Directors**  
**For KC Cottrell India Private Limited**



**Rengaiyan Singaravelu**  
**Managing Director**  
**DIN: 09070125**

**Address: Flat No. 3, Phase 2, BBC City Park 76, Anna Salai,**  
**Chinna Porur, Chennai- 600116 Tamil Nadu**

**Date: 27.09.2022**  
**Place: Chennai**

**Registered Office:**

Unit no.506,513 &514, 5<sup>th</sup> Floor, Tower -B, Spazedge, Sector 47, Sohna Road, Gurgaon, Haryana –122002, India  
Tel: +91-124-487-4800 • Fax: +91-124-487-4820 • Website: [www.kccottrellindia.com](http://www.kccottrellindia.com) • CIN No.: U45400HR2008PTC038526

**Branch Office:**

Room No. 12ES2, 12F, East Block, Mani Casadona, Action Area II, Rajarat, New Town, Kolkata-700156, West Bengal, India.  
Tel: +91-33-6134-4800 • Fax: +91-33-6134-4820

## NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated 13<sup>th</sup> January, 2021 read with circulars dated 05<sup>th</sup> May, 2020, 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020, 14<sup>th</sup> December, 2021 and 05<sup>th</sup> May, 2022, (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), and MCA Circulars, the AGM of the Company is being held through OAVM.
2. The facility of participation through OAVM is available to all members without any restriction.
3. **AS THE MEETING IS BEING HELD VIA OAVM, AND PHYSICAL ATTENDANCE OF THE MEMBERS HAVE BEEN DISPENSED WITH, THE FACILITY TO APPOINT A PROXY BY THE MEMBERS WILL NOT BE AVAILABLE. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE**
4. The facility for joining this meeting shall be opened before 15 minutes of the scheduled time of the meeting **at 12:45 p.m. (IST)/ 04:15 p.m. (KST)** and shall be closed after the expiry of 15 minutes of the scheduled time
5. Attendance of members present through OAVM shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act,2013
6. Relevant documents pertaining to the Ordinary Business will be made available to the Members either through notice or electronically upon sending a request at the Designated Email.
7. The Chairman of the meeting will be appointed as under:
  - 7.1 The members present shall elect the Chairman on show of hands.
  - 7.2 By a poll. Members may convey their votes by sending the same on the 'harinder@kcin.in' (Designated email), when a poll is required to be taken during the meeting on any resolution. Members shall send emails through their email addresses which are registered with the Company.
8. The Members will be allowed to pose questions during the course of the Meeting in regard to the financial statements and other matters. The queries can also be given in advance at **'harinder@kcin.in'**.
9. Corporate Member(s) intending to send their authorized representative to attend the Meeting are requested to send to the Company a scanned copy of certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
10. As the Annual General Meeting of the Company has been called on a shorter notice, members of the company are requested to give their consent in the prescribed format enclosed with the notice and submit the same electronically at the Designated Email, to conduct the 14<sup>th</sup> Annual General Meeting.
11. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company up to and including the date of the Annual General Meeting of the Company.
12. During the 14<sup>th</sup> AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register

of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013.

13. MCA Circulars have clarified that social distancing is a pre-requisite in the current scenario and in reference to clarifications/ Guidance on applicability of Secretarial Standards on General Meetings (SS-2) dated 15th April, 2020, the Company will hold the AGM through OAVM, without the physical presence of the Members at the registered office of the Company at Unit No. 506, 513 & 514, Tower B, Spazedge Commercial Complex, Sector-47, Sohna Road, Gurugram – 122002, Haryana. In view of the directions from MCA, the Meeting is being convened through OAVM and physical presence of the Members are not required at the venue and that the proceedings of the AGM conducted shall be deemed to be made at this venue. **Hence, no route map is being attached to this Notice.**

14. **INSTRUCTION FOR JOINING THE MEETING THROUGH OAVM**

Members can join the meeting the OAVM facility by following the steps below:

1. Accepting the meeting invite sent on registered emails through Microsoft Teams.
2. Joining through the Meeting invite link as mentioned below (Click to follow link) :  
[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_MGQ3ZjUxNTUtZjU4Ni00YjUxLTlkNjUtMGJmNDUxMDNINzli%40thread.v2/0?context=%7b%22Tid%22%3a%22fb5ea4b3-479a-4e25-bdc5-ceedeb8038ef0%22%2c%22Oid%22%3a%222e63b33a-8a24-4e5e-a979-0abb496ce63b%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_MGQ3ZjUxNTUtZjU4Ni00YjUxLTlkNjUtMGJmNDUxMDNINzli%40thread.v2/0?context=%7b%22Tid%22%3a%22fb5ea4b3-479a-4e25-bdc5-ceedeb8038ef0%22%2c%22Oid%22%3a%222e63b33a-8a24-4e5e-a979-0abb496ce63b%22%7d)
3. Click the above link and the use will be redirected to teams.microsoft.com.
4. Enter your name and click Ask to join.
5. When someone in the meeting gives you access, you'll join it.

In case of any queries regarding OAVM facility before or during the meeting, Members may call at number **+91-9810160240** or write to '**[harinder@kcin.in](mailto:harinder@kcin.in)**' to receive a response. Members desiring any assistance relating to joining the meeting are requested to write to us at least 24 Hours before the meeting to enable us to assist you effectively.

**CONSENT OF SHAREHOLDER FOR SHORTER NOTICE**

*[Pursuant to section 101(1) of Companies Act, 2013]*

**To  
The Board of Directors  
KC Cottrell India Private Limited  
Unit No. 506, 513 & 514, Tower B,  
Spazedge Commercial Complex, Sector-47,  
Sohna Road, Gurugram-122002, Haryana**

**Dear Sirs,**

I, \_\_\_\_\_ S/o or D/o of Mr. \_\_\_\_\_, resident of \_\_\_\_\_ Authorized Representative of M/s \_\_\_\_\_, Authorized vide its Board Resolution dated \_\_\_\_\_, holding \_\_\_\_\_ (\_\_\_\_\_) Equity share of Rs. 10/- in the Company hereby give consent, pursuant to section 101(1) of the Companies Act, 2013, to hold 14<sup>th</sup> Annual General Meeting at shorter notice through Other Audio Visual Means (“OAVM”) facility on Thursday, 29<sup>th</sup> September, 2022 at 01:00 P.M. (IST)/ 04:30 P.M. (KST) through Other Audio Visual Means (“OAVM”) facility at the registered office of the Company at Unit No. 506, 513 & 514, Tower B, Spazedge Commercial Complex, Sector-47, Sohna Road, Gurugram - 122002 Haryana.

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(.....)

Date: .....