

**On Company Letterhead**

## **Notice of Annual General Meeting**

Notice is hereby given that the [Number of AGM] Annual General Meeting of the members of the [Name of Company] will held on [Date of AGM], at [Place of AGM], at [Time of Meeting] for the transaction of following businesses:-

### **Ordinary Business**

1. To consider and adopt the financial statements of the company for the financial year ended on 31.03.20XX, including the consolidated financial statements (if any) for the same period and the reports of the board of directors and the auditors thereon.
2. To declare dividend for the financial year ended on 31.03.20XX. (if any)
3. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“Resolved that pursuant to the provisions of Section 139 of the Companies Act, 2013 and other applicable provisions, and rules made thereunder as amended from time to time, [Name of Chartered Accountant / Name of Firm] having [Membership Number / Firm Registration Number] be and is hereby appointed as statutory auditor of the company to hold office from conclusion of this annual general meeting till the conclusion of [Number of Next 5<sup>th</sup> AGM] annual general meeting of the company, at such remuneration and out of pocket expenses and taxes as applicable as may be decided between board of directors and statutory auditor.”

### **Special Business (if any)**

4. Regularisation of appointment of Mr./Mrs. [Name of Director] as director:

“Resolved that pursuant to the provisions of Section 152 and 161 of the Companies Act, 2013 and other applicable provisions, and rules made thereunder as amended from time to time, Mr./Mrs. [Name of Director] having DIN: [DIN Number], who was appointed as an additional director of the company by board of directors on [Date of Appointment] to hold office up to this annual general meeting be and is hereby appointed as director of the company.”

For [Name of Company]

[Name of Director]

Director

DIN: [DIN Number]

Date:

Place:

**Notes:**

1. A member entitled to attend and vote at the annual general meeting may appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
2. Proxies, in order to be effective, must be submitted at the registered address of the company, not less than forty-eight hours before the commencement of the annual general meeting.
3. Corporate members are required to send a certified copy of the board resolution, pursuant to section 113 of the Companies Act, 2013, authorising their representatives to attend and vote at the annual general meeting.
4. Members/proxies/authorised representatives should bring the duly filed attendance slip enclosed with the notice of annual general meeting to attend the meeting.
5. Explanatory statement, pursuant to section 102 of the Companies Act, 2013, relating to the special business to be transacted at this annual general meeting, is annexed.
6. Route map of the annual general meeting venue is also annexed with notice.

**Explanatory Statement as annexed to the notice of annual general meeting:****Item No. 4**

The board of directors of the company at board meeting held on [Date of Board Meeting] had appointed Mr./Mrs. [Name of Director] with effect from [Date of Appointment] as an additional director of the company to hold office till the conclusion of this annual general meeting, in terms of section 161 of the Companies Act 2013.

Now due to the requisite qualification and experience of Mr./Mrs. [Name of Director], board feels that presence of Mr./Mrs. [Name of Director] would be beneficial for the company, hence board recommends this resolution for member's approval to be passed as ordinary resolution.

For [Name of Company]

[Name of Director]

Director

DIN: [DIN Number]

Date:

Place: