



# MEGHALAYA POWER DISTRIBUTION CORPORATION LIMITED

OFFICE OF THE COMPANY SECRETARY

Corporate Identification Number: U40101ML2009SGC008394

Registered Office: Lumjingshai, Short Round Road, Shillong-793001

Telephone No: 0364-2591074; Fax no: 0364-2590355; Website address: www.meecl.nic.in

MePDCL/CS/GM/2012/1/1116

o/c

## **NOTICE OF THE TENTH ANNUAL GENERAL MEETING**

To,

1. Sri E.W. Nongrum, Chairman-cum-Managing Director & Member
2. Sri E.W. Nongrum, CMD, MeECL, representing MeECL, Member
3. Sri P.W. Ingty, IAS (retired), Member
4. Dr. D. Vijay Kumar, IAS, Member
5. Sri C. Kharkrang, Member
6. Sri S. Diengdoh, Member & Director (Distribution)
7. Sri M. Shangpliang, Member
8. Sri R.V. Warjri, Independent Director
9. Smti L. Kharkongor, Independent Director
10. M/s B.L. Purohit & Co., Chartered Accountants, the Statutory Auditors for the FY 2018-19
11. M/s Subhasis Bosu & Associates, Company Secretaries, Secretarial Auditors for the FY 2018-19
12. M/s M/s Bandyopadhyaya Bhaumik & Co., Cost Accountants, Cost Auditor for the financial year FY 2018-19

Shorter Notice is hereby given that the tenth Annual General Meeting of the Company will be held on Friday, the 27<sup>th</sup> day of September, 2019 at 12:15 P.M. at the registered office of the Company at MeECL's conference room at Lumjingshai, Shillong - 793001, to transact the following business:

### **Ordinary Business:**

### **Ordinary Resolution:**

1. **TO RECEIVE, CONSIDER AND ADOPT THE REPORTS OF THE BOARD OF DIRECTORS, BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2019, THE STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2019 AND AUDITORS' REPORT THEREON AND ALSO THE COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA.**
2. **CONSIDERATION ON THE MATTERS OF FIXATION OF THE REMUNERATION OF THE STATUTORY AUDITORS OF THE COMPANY, APPOINTED BY THE COMPTROLLER AND AUDITOR GENERAL OF INDIA FOR THE FINANCIAL YEAR 2019-20 AND TO AUTHORIZE THE BOARD TO DO NECESSARY THINGS, IN THIS REGARD.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

"Resolved that the Members hereby authorized the Board to fix the remuneration of M/s B.L. Purohit & Co., Chartered Accountants, Guwahati, Statutory Auditors of the Company, appointed by the Comptroller and Auditor General of India (CAG) for the financial year 2019-20."



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Special Business:

**3. RATIFICATION OF REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR 2019-20.**

To consider and if, thought fit to pass with or without modification(s), the following resolution as Ordinary Resolution

"Resolved that pursuant to the provisions of section 148 of the Companies Act, 2013 read with applicable rules thereon and decision of the Board taken in the meeting dated 29<sup>th</sup> July, 2019, the Members of the company hereby ratifies the remuneration of M/s Bandyopadhyaya Bhounik & Co., Kolkata, Cost Accountants, the Cost Auditor of the Company for the financial year 2019-20 at the fees of Rs. 60,000/- (rupees sixty thousand) only inclusive of all expenditure excluding GST."

By Order of the Board

Company Secretary

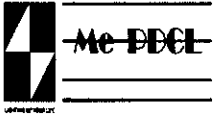
Dated: 19<sup>th</sup> September, 2019  
Registered office:  
Lumjingshai  
Short Round Road,  
Shillong -793001, Meghalaya, India

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and a poll to vote instead of himself, and the need not be a member of the company.
2. Proxies in order to be effective must be lodged with the Company not less than 48 hours before the commencement of the Annual General Meeting.

For CMD - *[Handwritten Signature]*  
24/9/19

*[Handwritten Signature]*  
24/9/19



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

**FOR ITEM NO. 3: RATIFICATION OF REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR 2019-20.**

This is to inform that pursuant to the provisions of Section 148 of the Companies Act, 2013 and applicable rules thereon, a Cost Auditor in practice is required to be appointed for the financial year 2019-20 to conduct the audit on the cost records, as maintained by the Company pertaining to the electricity activities.

In reference to the Expression of Interest (EOI) dated 23<sup>rd</sup> August, 2017, the Board in its meeting held on 11<sup>th</sup> September, 2017 has selected M/s Bandyopadhyaya Bhoumik & Co., Cost Accountants, Kolkata for empanelment of 'appointment as the Cost Auditors of MePDCL, MePGCL and MePTCL for three financial years i.e. 2017-18, 2018-19 and 2019-20, at the following fees:

- 1) The Cost Audit fee at Rs. 60,000/- p.a. for MePGCL, Rs. 50,000/- for MePDCL and Rs. 40,000/- for MePTCL
- 2) The above fee is inclusive of all expenditure excluding GST. Further, there will be an annual increment of 10% for the FY 2018-19 and 2019-20.

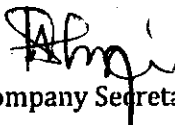
Accordingly, the Board in its meeting held on 29<sup>th</sup> July, 2019 had appointed M/s Bandyopadhyaya Bhoumik & Co., Cost Accountants, Kolkata as the Cost Auditor of the company for the financial year 2019-20 at the fees of Rs. 60,000/- (rupees sixty thousand) only inclusive of all expenditure excluding GST.

As per the requirement of the Companies Act, 2013, the above remuneration of the Cost Auditor is required to be ratified by the Members of the Company. Hence, this proposal is placed before the Members for their consideration and consent on the ratification of the amount of cost auditors' fees for the financial year 2019-20, already decided by the Board.

The Board recommends the resolution as set out under item no.3 for your approval.

None of the Directors of the company is interested or concerned in the above proposed resolution.

By Order of the Board

  
Company Secretary

Dated: 19<sup>th</sup> September, 2019  
Registered office:  
Lumjingshai  
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Shillong -793001, Meghalaya, India



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**PROXY FORM**

Reg Folio No \_\_\_\_\_

No. of Shares held \_\_\_\_\_

I/We \_\_\_\_\_ of \_\_\_\_\_ being a Member of M/s Meghalaya Power Distribution Corporation Limited (MePDCL) hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or failing him \_\_\_\_\_ of \_\_\_\_\_ as my/ our proxy to vote for me/ us on my/ our behalf at the Tenth Annual General Meeting of the Company will be held on Friday, the 27<sup>th</sup> day of September, 2019 at 12:15 P.M. at the registered office of the Company at MeECL's conference room at Lumjingshai, Shillong – 793001 and at any adjournment thereof.

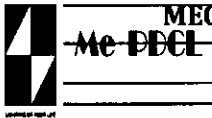
Signed this \_\_\_\_\_ the day of September, 2019

Signed

Affix  
Re 1/-  
Revenue  
Stamp

**Note:** This form duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the Meeting

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**ATTENDANCE SLIP**

**(To be handed over at the entrance of the Meeting Room/hall)**

I hereby record my presence at the Ninth Annual General Meeting of the Company will be held on Friday, the 27<sup>th</sup> day of September, 2019 at 12:15 P.M. at the registered office of the Company at MeECL's conference room at Lumjingshai, Shillong – 793001 and at any adjournment thereof.

Full name of the Member (in BLOCK LETTERS) \_\_\_\_\_

Full name of the Proxy (in BLOCK LETTERS) \_\_\_\_\_

Member's/ Proxy's Signature \_\_\_\_\_