

## **NOTICE**

**NOTICE** is hereby given that the **27<sup>th</sup> Annual General Meeting** of the Members of the Company will be held on **Thursday, the 22<sup>nd</sup> September, 2016 at 10.00 A. M.** at the Registered Office of the Company at **R.S. No. 37, Nagore Road, T.R. Pattinam, Karaikal, Pondicherry 611002** to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Audited Financial Statements for the period ended 31<sup>st</sup> March, 2016 and the Board's Report and Auditors' Report thereon.
2. To appoint a Director in the place of Mrs. Chetan Meghna Jain (DIN 02028073) who retires by rotation and, being eligible, offers herself for re-appointment.
3. **Appointment of Auditors**

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

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the appointment of **M/s. S P ASSOCIATES**, (Firm Registration No. 005506S), Chartered Accountants, Chennai as Auditors of the Company for a period of two years in the Twenty Sixth Annual General Meeting of the Company be and is hereby ratified.”

### **SPECIAL BUSINESS:**

4. **Ratification of Cost Auditors' Remuneration**

To ratify the payment of remuneration to the Cost Auditor for the financial year 2016-17 and in this regard 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 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to **M/s. S. ASHOK KUMAR & CO.**, (Firm Registration No. 101066), Cost Accountants, Chennai appointed by the Board of Directors of the Company as Cost Auditors for carrying out Cost Audit of the Company



for the financial year 2016-17 amounting to Rs.50,000/- (Rupees Fifty Thousand only) per annum plus reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By the Order of the Board  
of Kiran Global Chems Limited**

Regd. Office:  
R.S. No. 37, Nagore Road,  
T.R. Pattinam, Karaikal,  
Pondicherry 611002

Date: 23.08.2016  
Place: Pondicherry

Sd/-  
**T. Bhuvaneshwari**  
Company Secretary

**Notes:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES) TO ATTEND AND VOTE ON POLL AT THE MEETING INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. An instrument appointing a proxy in order to be valid/ effective must be duly filled in all respects and should be lodged with Company at its Registered Office at least 48 hours before the commencement of the meeting.

A person appointed as a proxy shall act on behalf of such number of Member(s) not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company, carrying voting rights. Further, a Member holding more than 10%, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. Bodies Corporate Members are requested to send a certified copy of the Board resolution authorising their representatives to attend and vote at the meeting pursuant to provisions of Sections 113 of the Companies Act, 2013.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of the Notice.
4. The Register of Directors and their Shareholding, Register of Contracts with Related Parties and Contracts and Bodies in which Directors are interested and Register of Proxies would be available for inspection by the Members at the meeting.

## **EXPLANATORY STATEMENT**

**(Pursuant to Section 102 of the Companies Act, 2013)**

### **Item No. 4:**

The Board at its meeting held on 5<sup>th</sup> August, 2016, on the recommendation of the Audit Committee, had re-appointed M/s. **S. ASHOK KUMAR & CO.**, (Firm Registration No. 101066), Cost Accountants, Chennai for carrying out Cost Audit of the Company for the financial year 2016-17 for remuneration of Rs.50,000/- per annum plus reimbursement of out of pocket expenses.

As per Rule 14 of The Companies (Audit and Auditors) Rules, 2014 the remuneration of the Cost Auditors which is recommended by the Audit Committee shall be considered and approved by the Board of Directors and subsequently ratified by the shareholders. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.

None of the Directors or Key Managerial Personnel (KMPs) of the Company or their relatives is concerned or interested in the resolution.

The Board of Directors recommends resolution set out at Item No.4 for your consideration and ratification.