



कैपेक्सिल CAPEXIL

(Sponsored by Ministry of Commerce & Industry Govt. of India)

(वाणिज्य एवं उद्योग मंत्रालय, भारत सरकार)

Registered & Head Office

Vanijya Bhavan, International Trade Facilitation Centre, 1/1, Wood Street, 3rd Floor, Kolkata-700 016

Tel : +91-33-2289-1721/22/23/25, Fax : +91-33-2289-1724

E-mail : capexil@capexil.in, Website : www.capexil.org, CIN: U36900WB1958NPLO23786

Ref.: CAPEXIL/HO/Admin/63rd AGM/152

22nd November, 2021

NOTICE TO THE MEMBERS OF CAPEXIL

NOTICE is hereby given that the 63rd Annual General Meeting of the Members of CAPEXIL will be held on Tuesday, the 14th December, 2021 at 12.00 Noon onwards through Video-Conferencing ("VC") or Other Audio Visual Means ("OAVM") / and at The Park, 17 Part Street, Taltala, Kolkata - 700 016 to transact the following business:

Below is the link for the "63rd Annual General Meeting (AGM) 2021"

Meeting link:

<https://capexil.webex.com/j.php?MTID=m379d0c55c227b8471a7af6176af11d92>

capexil@capexil.in 12:00 PM - 2:00 PM Tuesday, Dec 14 2021 (UTC+05:30) Chennai, Kolkata, Mumbai, New Delhi

Start Meeting

Join information

Meeting link:

<https://capexil.webex.com/j.php?MTID=m379d0c55c227b8471a7af6176af11d92>

Meeting number : 2516 988 3088

Password : 1234

AGENDA

ORDINARY BUSINESS

- 1) To receive, consider and adopt the Audited Financial Statements as at 31st March, 2021 together with the Member of CoA's Report and Auditors' Report thereon.
- 2) To appoint Shri P. Prasanth (DIN No - 00556213), as a member of Committee of Administration of the Council in place of Shri Monit Malhotra who retires by rotation and has not offered himself for re-appointment.
- 3) To appoint a member of Committee of Administration of the Council in place of Shri Shiv Kumar Jain (DIN No - 00239510), who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To appoint a member of Committee of Administration of the Council in place of Shri Satish Malhotra (DIN - 01031571), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

- 5) To appoint a member of Committee of Administration of the Council for Manufactured products of Carbon Graphite, Explosives & Accessories Panel as the panel is vacant, 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 the vacancy for a member of CoA of CAPEXIL for Manufactured products of Carbon Graphite, Explosives & Accessories Panel shall be filled up only after a valid Nomination is received for the same;

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded to authorise COA of the council to appoint some good and proper person to represent the panel in COA till elections are held;

RESOLVED FURTHER THAT the COA of the Council be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

- 6) To appoint a member of Committee of Administration of the Council for Cement, Cement Clinkers & Asbestos Cement Products Panel as the panel is vacant, 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 the vacancy for a member of CoA of CAPEXIL for Cement, Cement Clinkers & Asbestos Cement Products Panel shall be filled up only after a valid Nomination is received for the same;

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded to authorise COA of the council to appoint some good and proper person to represent the panel in COA till elections are held;

RESOLVED FURTHER THAT the COA of the Council be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Committee of Administration



Jaikant Singh
Secretary

Place: New Delhi

Dated: 22nd November, 2021

Registered Office:

Vanijya Bhavan,
International Trade Facilitation Centre,
1/1, Wood Street, 3rd floor,
Kolkata - 700 016

I. Note:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business to be transacted at the meeting is annexed hereto.
2. AGM is being held through VC/OAVM and as well as Physically at The Park, 17 Park Street, Taltala, Kolkata - 700 016 with COVID -19 protocol applicable to West Bengal State. Attendance Slip, proxy form and the route map of the venue of the meeting are annexed hereto.
3. In compliance with the applicable circulars, the Annual Report along with Notice convening the AGM will be sent to all the Members of the CAPEXIL whose email addresses are registered with the Council. Hence the Council requests all the members who have not yet registered their email addresses or has not updated their email addresses with the Council to register the same.
4. The aforesaid Notice will also be available on the Council's website at www.capexil.org and on the website of CDSL at www.evotingindia.com.

5. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM. The procedure for e-voting on the day of AGM is same as the instruction mentioned for remote e-voting. Members who have voted through Remote e-voting will be eligible to attending the AGM. However, they will not be eligible to vote at AGM.
6. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to address their questions in writing to the Secretary of the Council on or before **December 11, 2021** through e-mail on secretary@capexil.in
8. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their Name, Membership No., PAN, and Mobile Number at secretary@capexil.in from **9th December, 2021 (10:00 a.m. IST) to 11th December, 2021 (6:00 p.m. IST)**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Council reserves the right to restrict the number of speakers depending on the availability of time for the AGM. In the interest of time, each speaker is requested to express his / her views in 2 - 3 minutes.
9. However, members may post their comments/queries (not more than 150 characters) in the chat box available on the VC/OAVM interface. Message posted by the members will be dealt with accordingly.
10. Mr. Malay Shah, Practicing Company Secretary (FCS10867) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner, whose e-mail address is csmalayshah@gmail.com.
11. The Results shall be declared within 48 hours after conclusion of the AGM of the Council. The Results declared along with the Scrutinizer's Report shall be placed on the Council's website www.capexil.org and on the website of CDSL www.evotingindia.com within 2 (two) days of passing of the resolutions at the AGM of the Council.
12. Ordinary Members (like Company/co-operative) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered e-mail address to csmalayshah@gmail.com with a copy marked to helpdesk.evoting@cdsl.com on or before **11th December, 2021 by 06:00 P.M.**
13. If any votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating the meeting through VC/OAVM.
14. An Ordinary Member (or his authorized representative) shall alone be entitled to vote at the Annual General Meeting of the Council. An Associate Member is only entitled to attend the Annual General Meeting of the Council. Associate Member will not be entitled to cast vote.
15. Quorum for an Annual General Meeting shall be as per the provision of section 103 of the Companies Act, 2013.

II. Voting through Electronic means:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time members will avail of e-voting facility to cast their vote electronically through the e-voting services provided by Central Depository Services (India) Limited ("CDSL").

- a. The e- voting will commence on **Saturday, December 11, 2021 (9:00 a.m. IST)** and ends on **Monday, December 13, 2021 (5:00 p.m. IST)** when e-voting module shall be disabled by CDSL.
- b. The details of the process and manner for remote e-voting are explained herein below:-
 1. Members are requested to log on to the e-voting website www.evotingindia.com
 2. Please click on Members
 3. Please enter your User ID

| EVS (E-voting Sequence Number) | USER ID | PERMANENT ACCOUNT NUMBER (PAN) |
|-----------------------------------|---------|-----------------------------------|
| | | |

4. Please enter the image verification (Captcha) as displayed and click on login
5. Please enter the "Sequence Number" in the "PAN" field
6. Please enter the "user id" in the "Bank Details" field
7. Please click on the "Submit" tab to get to the Council's selection screen
8. Please click on the EVSN which is to be created by CDSL on request of CAPEXIL, on which you chose to vote.
9. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the option "YES/NO" for voting. Please select the option YES/NO as desired. The Option YES implies that you assent the Resolution and Option NO implies that you dissent to the Resolution.
10. In case you wish to view the entire Resolution details, please click on the "RESOLUTION FILELINK"
11. After selecting the resolution you have decided to vote on, please click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, please click on "OK", else to change your vote, please click on "CANCEL" and accordingly modify your vote.
12. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
13. Members can also take a print of the votes cast by clicking on "CLICK HERE TO PRINT" option on the voting page.
14. Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

III. General Guidelines

- a. The Members who are members as on closure of the business hours on **8th December, 2021** are requested to join the AGM through VC/OAVM mode, 30 minutes before the scheduled time of the commencement of the Meeting and not later than 15 minutes after the commencement of the meeting by following the procedure mentioned in the Notice.
- b. Members can participate in the AGM through smart phone/laptop/desktop. However, for better experience and smooth participation it is advisable to join the Meeting using Google Chrome, through Laptops/Desktops connected through broadband. Further Members will be required to use Internet with a good speed to avoid any disturbance during the meeting. Participating Members are requested to keep their device under 'Mute' mode, except for pre-registered speakers, when invited to speak at the Meeting.
- c. Participants connecting from Mobile Devices or Tablets or through Laptop via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- d. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact **Mr. Nitin Kunder, Contact details : 022- 23058738** or **Mr. Rakesh Dalvi, Contact details : 022-23058542**.
- e. All grievances connected with the facility for voting by electronic means may be addressed to **Mr. Rakesh Dalvi, CDSL, (Manager) or send an e-mail to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

- Item No 5: The Council has not received any valid nomination for Manufactured Products of Carbon Graphite, Explosives & Accessories Panel. It is proposed to seek members' approval to fill such vacancy only after a valid Nomination is received for the same and give authority to COA of the council to appoint some good and proper person to represent the panel in COA till elections are held.
- Item No 6: The Council has not received any valid nomination for Cement, Cement Clinkers & Asbestos Cement Products Panel. It is proposed to seek members' approval to fill such vacancy only after a valid Nomination is received for the same and give authority to COA of the council to appoint some good and proper person to represent the panel in COA till elections are held.