



SKS POWER GENERATION (CHHATTISGARH) LIMITED

CIN : U40103MH2008PLC180231

(Under Corporate Insolvency Resolution Process)

Notice is hereby given that the Twelfth Annual General Meeting of the members of SKS POWER GENERATION (CHHATTISHARH) LIMITED (which had been convened on Monday, 15th January, 2024 at 12:00 P.M. (IST) and adjourned due to insufficient quorum) will be held on Tuesday, 23rd January, 2024 at 2:00 P.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') deemed to be held at the Registered Office of the Company, to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2020 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Abhaya Kumar Sahoo (DIN: 06544206), who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

Special Business:

3. Ratification of Cost Auditor's Remuneration

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 other applicable provisions, if any, of the Companies Act, 2013 and read with the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the members of the Company hereby ratifies the remuneration of Rs. 45,000/- (Rupees Forty-Five Thousand Only), to be paid to Rakshit & Associates, Cost Accountants (Firm's Registration No. 101951), appointed as the Cost Auditor of Company by the Board of Directors to conduct the audit of the cost records of the Company for the financial year 2019-20;

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution;

For SKS POWER GENERATION (CHHATTISGARH) LIMITED


Company Secretary

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and are hereby severally authorised to sign any copy of this resolution as a certified copy thereof and furnish the same to whomsoever concerned”.

Registered Office:

Unit No.201&207, Centre Point Premises
CHS Ltd, 2ndFloor, J.B. Nagar, Andheri-
Kurla Road, Andheri (E), Mumbai,
Maharashtra - 400059, India

**By order of the Board
For SKS Power Generation (Chhattisgarh)
Limited**



**Harsh Joshi
Company Secretary
ACS: 51905**



Place: Mumbai

Date: 18th January, 2024

NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual General Meeting (AGM) through Video Conferencing ("VC") or through other audio-visual means ("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 VC / OAVM. The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company.
2. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at Unit No. 201&207, Centre Point Premises CHS Ltd, 2nd Floor, J.B. Nagar, Andheri-Kurla Road, Andheri (E), Mumbai, Maharashtra - 400059, India, which shall be the deemed Venue of the AGM. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Shareholders has been dispensed with. *Accordingly, the facility for appointment of proxies by the Shareholders will not be available for the AGM and hence the Proxy Form is not annexed to this Notice.* Any Body Corporate is entitled to appoint an authorized representative to attend the AGM through VC/OAVM, participate there at, and cast their votes.
4. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Shareholders has been dispensed with. *Accordingly, Attendance Slip is not annexed to this Notice.*
5. Corporate shareholders are requested to send to the Company, a duly certified copy of the board resolution authorizing their representative to attend and vote at the AGM. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to cs.skspower@spgcl.com
6. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out material facts concerning the special business under agenda Item no. 3 of the Notice, is annexed hereto. The Board of Directors has considered and decided to include the special business at the AGM.

For SKS POWER GENERATION (CHHATTISGARH) LIMITED


Company Secretary

7. Shareholders who wish to register as Speakers at the AGM or Shareholders seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company on or before Monday, 22nd January 2024 through email on cs.skspower@spgcl.com. The same will be replied by the Company suitably or responded in the AGM.
8. In compliance with the aforesaid MCA Circulars and Companies Act, 2013, this adjourned Notice of the AGM is being sent only through electronic mode.
9. Shareholders attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. The Designated Email Address for the Company is cs.skspower@spgcl.com. Shareholders in case of any query may send an email to cs.skspower@spgcl.com. Further, in case voting is conducted by way of poll shareholders are requested to send their vote on this email id.
11. Subject to receipt of requisite number of votes, the Resolution proposed in the Notice shall be deemed to be passed on the date of the Meeting.

A. INSTRUCTIONS FOR SHAREHOLDERS FOR JOINING THE MEETING:

- a) The link to join the meeting is:

Join Zoom Meeting

<https://us06web.zoom.us/j/89106759520?pwd=rF2NaDpypO8CiiARZ3A3HmCkx1zeU.1>

Meeting ID: 891 0675 9520

Passcode: 123456

- b) Members may join the meeting through their Computer/Laptops. Alternatively, Members may join through Mobile Phone.
- c) Members may write to the Company Secretary at cs.skspower@spgcl.com or call at +91 022-48803200/3234 in case they have any queries or they require instructions or any assistance to join the meeting.
- d) Further Shareholders will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App or Desktop Application, as the case may be.

For SKS POWER GENERATION (CHHATTISGARH) LIMITED


Company Secretary

- e) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting 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.

B. OTHER INSTRUCTIONS FOR SHAREHOLDERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

- a) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for all the Shareholders.
- b) Shareholders who would like to express their views or ask questions during the AGM may raise their hands during the meeting or may also use chat facility.
- c) Shareholders will be able to attend the AGM through VC / OAVM and vote on the resolutions by using their registered mail ID in case of poll.
- d) Shareholders are requested to use only registered Email ID for Voting during the time allotted for same. Votes casted by any other unregistered Email ID shall be considered as Invalid.
- e) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- f) In case of multiple votes on the same resolution, the first one shall be counted for the purpose of counting Votes.
- g) Please note that no person other than the respective Member shall have access to place from where the Member is participating during the meeting.

Procedure for inspection of documents:

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members. Members may visit www.spgcl.com wherein the documents could be inspected.

For SKS POWER GENERATION (CHHATTISGARH) LIMITED


Company Secretary

Voting by Members:

Member to convey his vote by show of hands in the AGM. However, if the poll is demanded in the AGM, members are requested to send the email of their decision of voting on the designated e-mail ID of the Company at cs.skspower@spgcl.com

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Unit No.201&207, Centre Point Premises
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**By order of the Board
For SKS Power Generation (Chhattisgarh)
Limited**


**Harsh Joshi
Company Secretary
ACS: 51905**



Place: Mumbai

Date: 18th January, 2024

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

Item No 3

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of Rakshit & Associates, Cost Accountants (Firm's Registration No. 101951), to conduct the audit of the cost records of the Company for the financial year 2019-20 at a remuneration of Rs. 45,000/- (Rupees Forty-Five Thousand Only).

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is being sought for passing the resolution as set out in item no. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2019-20.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolution.

The Board commends the ordinary resolution as set out in Item No. 3 of this Notice for your approval.

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