

TRANSFORMERS AND ELECTRICALS KERALA LIMITED

(A Joint Venture of Government of Kerala and NTPC Limited)

Registered Office:
Angamally South P.O.
Pin-683 573
Ernakulam District
Kerala, India



CIN: U31102KL1963SGC002043
Phone : 0484 2454597
Fax : 0484 2452873
E Mail : cs@telk.com
Website: www.telk.com

NOTICE

NOTICE IS HEREBY given that the 55th Annual General Meeting of the Company will be held at the Registered Office of the Company at Angamally at 3.00 p.m. on Thursday, the 27th day of September 2018 to transact the following business:

ORDINARY BUSINESS

1. To fix the remuneration of Statutory Auditors of the Company for the year 2017-18 viz., M/s. George, John & Prabhu, Chartered Accountants, Ernakulam for the audit of the Company and in this regard to consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"Resolved that audit fee at the rate of Rs.2,00,000/- plus travelling and other out of pocket expenses and applicable taxes be paid to the Statutory Auditors of the Company viz., M/s. George, John & Prabhu, Chartered Accountants, Ernakulam for the audit of the Company for the year 2017-18."

By Order of the Board
For Transformers and Electricals Kerala Limited
Sd/-
(Dr. Joffy George)
Company Secretary &
Joint General Manager

Angamally
29.08.2018

Regarding Adoption of Audited Financial Statements, Board's Report, Auditors' Report, Comments of the Comptroller and Auditor General of India, Finance Secretary, Government of Kerala and Company's replies:

As per Article 154 A of the Articles of Association of the Company, comments of the Finance Secretary, Government of Kerala on the Annual Accounts along with replies shall be placed before the Board of Directors and the Annual General Meeting of the Company as an addendum to the Board's Report. As per Sections 395 and 143 (6) of the Companies Act, 2013, comments of C&AG shall be sent by the Company to every person entitled to copies of Audited Financial Statements and also placed before the General Meeting. The Auditors' Report and Board's Report are to be placed at the Board Meeting of the Company along with the comments of Comptroller and Auditor General of India and Finance Secretary, Government of Kerala and company's replies to the comments. The same have to be placed before the General Meeting for adoption. Since the Annual Accounts for the Financial Year 2017-18 are under preparation, the meeting may be adjourned.

Notes:

1. Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument appointing proxies, in order to be effective, must be received by the Company at the Registered Office, not less than 48 hours before the scheduled time of the meeting. A blank proxy form is annexed to the Notice and can also be downloaded from the website of the Company.
2. Members are hereby informed that Dividends which remain unclaimed / unencashed over a period of 7 years have to be transferred by the Company to Investor Education & Protection Fund constituted by the Central Government under Section 205A and 205C of the Companies Act, 1956 (Section 124 of Companies Act, 2013) .
3. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
4. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members desirous of getting any information about the accounts and operations of the Company are requested to submit their queries addressed to the Company Secretary at least 7 days in advance of the meeting so that the information called for can be made available at the meeting.
6. Members are requested to notify any change in address to their Depository Participants in respect of shares held in dematerialized form and to the Registrar and Share Transfer Agents of the Company in the following address:

M/s. INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LTD.
KENCES TOWERS, NO. 1, RAMAKRISHNA STREET, T NAGAR, CHENNAI – 600 017,
PH: 044 – 28140801, E- Mail: kalyan@integratedindia.in



PROXY FORM

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member (s) holding shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:, or failing him

3. Name:

Address:

E-mail Id:

Signature:

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 55th Annual General Meeting of the Company, to be held on Thursday, the 27th day of September 2018 at 3.00 p.m. at the Registered Office of the Company at Angamally and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution	For	Against
Ordinary Business			
1	Fixation of remuneration of Statutory Auditors of the Company for the year 2017-18		

Signed this..... day of..... 2018

Signature of Shareholder: _____

Signature of Proxy holder(s) _____

Affix
Re.1/-
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please put 'X' in the appropriate column against the resolutions indicated in the Box.

ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING

