

➤ **NOTICE**

**UNITECH POWER TRANSMISSION LIMITED**

**CIN: U74999DL1995PLC072431**

Registered Office: 6, Community Centre, Saket, New Delhi – 110017

Corporate Office: 3rd floor, Unitech House, L-Block, South City I, Gurugram – 122001

Website: [www.unitech-power.com](http://www.unitech-power.com)

Email id: [anuradha.mishra@uptl.co.in](mailto:anuradha.mishra@uptl.co.in)

Telephone: 0124-4571000

Fax: +91 124 4002 690

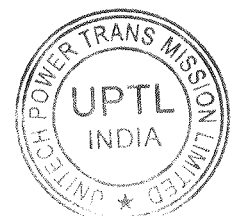
**NOTICE OF THE ANNUAL GENERAL MEETING**

NOTICE is hereby given that **26<sup>th</sup> Annual General Meeting** of the Members of Unitech Power Transmission Limited will be held on **Thursday, 30<sup>th</sup> September 2021 at 12:30 PM IST through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”)** to transact the following business(s):

**ORDINARY BUSINESS:**

**1. ADOPTION OF FINANCIAL STATEMENTS**

To receive, consider and adopt the Audited Financial Statements of the Company as at 31<sup>st</sup> March 2021 including Balance Sheet, Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.



**SAFETY BY CHOICE, NOT BY CHANCE**

“**RESOLVED THAT** the Financial Statements for the year ended 31<sup>st</sup> March 2021 along with Report of the Board of Directors and Auditors, as circulated to the Members and laid before the Meeting, be and are hereby approved and adopted.”

## 2. RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS

M/s KMGS & Associates, Chartered Accountants (FRN : 004730N) were appointed as Statutory Auditors for a remaining term of four years in the last Annual General Meeting of the Company that was held on 23.12.2020 to hold office till the conclusion of the 29<sup>th</sup> Annual General Meeting of the Company.

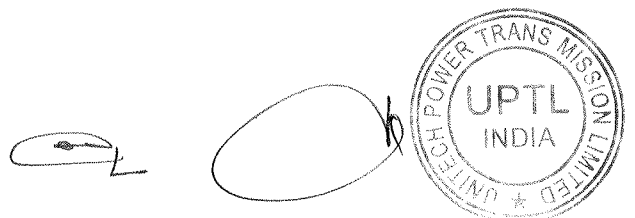
To ratify the appointment of **M/s. KMGS & Associates (FRN: 004730N)**, Chartered Accountants as Statutory Auditors of the Company & to fix their remuneration from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.

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

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 & all other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors ) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of Members be and is hereby accorded to ratify the appointment of M/s. KMGS & Associates, Chartered Accountants (FRN: 004730N), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration & out of pocket expenses as may be mutually agreed between the Auditor & the Board of Directors of the Company.”

## 3. RE-APPOINTMENT OF MR. RAJENDRA KUMAR BHANDARI (DIN: 07273022) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To re-appoint Mr. Rajendra Kumar Bhandari (DIN: 07273022), who retires by rotation and being eligible, offers himself for re-appointment.



“**RESOLVED THAT** pursuant to Section 152 of the Companies Act, 2013, Mr. Rajendra Kumar Bhandari, Director, who retires by rotation, and being eligible for re-appointment, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company & his period of office be liable to determination by retirement by rotation.”

## SPECIAL BUSINESS

### 4. RATIFICATION OF REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2021-22

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 148 and all other applicable provisions, if any, of the Companies Act 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force), the remuneration of Rs. **70,000** (Seventy Thousand Rupees only) for the Financial Year 2021-22, as approved by the Board of Directors, to be paid to M/s. Ajay Kumar Singh & Co., Cost Auditors, to conduct the audit of the cost records of the Company be and is hereby ratified and confirmed.”

**By order of the Board of Directors  
For Unitech Power Transmission Limited**



(M.K Agrawal)  
Director

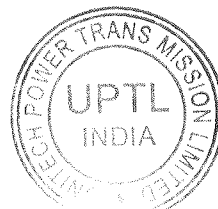
DIN No: 00690134



(Rajendra Kumar Bhandari)  
Director

DIN: 07273022

Place: Gurgaon  
Date: 20.09.2021

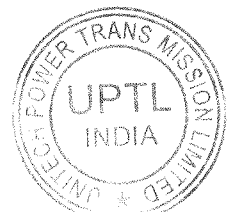


## NOTES:

1. In view of the massive outbreak of Covid 19 pandemic, social distancing is a norm to be followed and MCA vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and Circular no. 02/2021 dated January 13, 2021 (collectively "MCA Circulars"), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, the 26<sup>th</sup> AGM of the Company is being convened and conducted through VC.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act 2013 relating to Special Business is annexed.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING HELD THROUGH VC/OAVM IS NOT ENTITLED TO APPOINT ANY PROXY TO ATTEND AND VOTE IN THE MEETING. HOWEVER, THE REPRESENTATIVE OF THE MEMBERS MAY BE APPOINTED IN PURSUANCE TO SECTIONS 112 & 113 OF THE COMPANIES ACT 2013 TO ATTEND AND VOTE IN THE MEETING.
4. Corporate Members intending to send their authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the company a scanned certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting. The said Resolution/Authorization shall be sent to the Company Secretary of the Company at email id [anuradha.mishra@uptl.co.in](mailto:anuradha.mishra@uptl.co.in).
5. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Members may request the Company for availability of relevant documents, if any, referred to in the explanatory statement by writing to the Company through email at [anuradha.mishra@uptl.co.in](mailto:anuradha.mishra@uptl.co.in) and same will be replied by the Company suitably.



7. This Notice is being sent to all the Members whose name appears in the Register of Members or in the Register of Beneficial Owners. Any person who is not a Member of the Company on the date specified above shall treat the Notice for information purposes only.
8. The Notice is sent to all the Members at their Registered email ids with depositories/ with the Company/with by email.
9. The Members of the Company are requested to attend the AGM through video conferencing using the link that will be shared by the Company Secretary of the Company.
10. The facility of joining the meeting shall be kept open at least 15 minutes before the time schedule and will not be closed till the expiry of 15 minutes after such scheduled time.
11. Attendance of Members through VC/OAVM shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act 2013.
12. The AGM held through VC/OAVM will be duly recorded and the recorded transcript of the same will be maintained in the safe custody of the Company.
13. The Meeting shall be deemed to be held at the Registered Office of the Company at 6, Community Centre, Saket, New Delhi – 110017.
14. Since the AGM will be held through VC / OAVM, the route map to the venue is not annexed to this Notice.
15. In case you have any queries or issues, you may contact Ms Anuradha Mishra at Mobile No. 7678666913 or write an email to [anuradha.mishra@uptl.co.in](mailto:anuradha.mishra@uptl.co.in)
16. Relevant documents and Registers are open for inspection by the Members at the Corporate Office of the Company at 3<sup>rd</sup> Floor, Unitech House, L Block, South City I, Gurgaon-122001, Haryana on all working days, except Sunday, during business hours upto the date of the Meeting.



## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT 2013 ANNEXED AND FORMING PART OF NOTICE

The following statements sets out all material facts relating to the special businesses mentioned in the accompanying notice:

### Item no. 4

The Board of Directors had approved the remuneration of M/s. Ajay Kumar Singh & Company, Cost Auditors, to conduct the audit of the Cost records of the Company for the Financial Year 2021-22.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules 2014, ratification for the remuneration payable to the Cost Auditors for the Financial Year 2021-22 by way of an Ordinary Resolution is being sought from the Members and is set out at Item No. 4 of the Notice.

The Board of Directors recommends the resolution for approval of Members.

None of the Directors and Key Managerial Personnel of the Company including their relatives is concerned or interested, financially or otherwise in the resolution.

**By order of the Board of Directors of the Company  
For Unitech Power Transmission Limited**



**Mahesh Kumar Agrawal**  
Director  
DIN: 00690134



**Rajendra Kumar Bhandari**  
Director  
DIN: 07273022

**Place: Gurgaon**  
**Date: 20.09.2021**

