

Annual Report 2020-21

NOTICE

Shorter Notice is hereby given that the 36th Annual General Meeting (“AGM”) of the members of Continental Carbon India Private Limited (“Company”) will be held on Tuesday, 30th November, 2021 at 01.00 PM at the Registered Office of the Company Situated at Unit no. FF-05, First floor, Omaxe square, Jasola District Centre, New Delhi, India-110025 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2021, together with the reports of the Board of Directors and Auditors’ thereon.

2. Appointment of M/s. MSKA & Associates, Chartered Accountants as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Forty First (41st) Annual General Meeting and to fix their 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 139,141,142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force, consent of the members of the Company be and is hereby accorded to appoint **M/s. MSKA & Associates**, Chartered Accountants, having FRN.105047W as the Statutory Auditors of the Company to conduct the statutory audit for a period of five (5) years commencing from the conclusion of 36th Annual General Meeting of the Company till the Conclusion of 41st Annual General Meeting of the Company to be held on 2026, at an annual remuneration of INR. 22, 00,000/- (Rupees Twenty Two Lacs Only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred, if any, for the purpose of audit, if any.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company be and is hereby authorised to do all acts, filings, deeds & things as may be considered necessary, desirable or expedient to give effect to this resolution”.

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SPECIAL BUSINESS

3. Regularization of the appointment of Mr. Alumkal Paulose Abraham from Additional Director to Director

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

“RESOLVED THAT Mr. Alumkal Paulose Abraham (DIN: 08543213), who was appointed as an Additional Director with effect from 1st September 2021 on the Board of the Company in terms of Section 161 of the Companies Act 2013 and who holds the office upto the date of this Annual General Meeting, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised to sign the requisite forms/documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

4. Ratification of Remuneration of Cost Auditors for the financial year 2021-22

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 such other applicable provisions, if any, 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 Company hereby ratifies and approve the remuneration amounting Rs. 70,000/- (Rupees Seventy Thousand only) plus applicable taxes and re-imburement of out- of- pocket expenses of Rs. 10,000/- (Rupees Ten Thousand Only) incurred in connection with the audit, payable to **M/s. Manu Marwah & Associates, Cost Accountants (FRN.: 002945)** who have been appointed as Cost Auditors to conduct the Audit of the relevant cost records of the Company by the Board of Directors for the financial year ending 31st March, 2022 be and is hereby ratified and confirmed.

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RESOLVED FURTHER THAT any Directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary or expedient to give effect to this Resolution.”

For and on behalf of the Board of Directors

Place: Ghaziabad

Date : 26th November, 2021

Kuldeep Tiwari

Company Secretary

Membership No. A51234

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NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER.** Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. Corporate Members intending to send their Authorized Representatives are requested to send a duly certified copy of Board Resolution authorizing the representatives to attend and vote in the General Meeting.
3. 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.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.
5. Pursuant to section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from 25th November, 2021 to 26th November, 2021 (both days including).
6. 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 in this Annual General Meeting of the Company.
7. It is deemed that the Annual General Meeting of the Company will be convened and held at a Shorter Notice on Tuesday, 30th November, 2021 at 01.00 PM at the registered office of the Company. Pursuant to Section 101 of the Companies Act, 2013, requires consent of members holding not less than 95% of total voting power for holding a member on shorter notice is accorded.

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ANNEXURE TO THE NOTICE

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

Item No. 3

Mr. Alumkal Paulose Abraham (DIN: 08543213) was appointed as an Additional Director of the Company with effect from 1st September 2021 in accordance with the provisions of section 161 of the Companies Act, 2013 and who shall hold the office upto the ensuing Annual General Meeting of the Company.

Mr. Alumkal Paulose Abraham (DIN: 08543213) is not disqualified from being appointed as Director in terms of section 164 of the Companies Act 2013 and has given his consent to act as Director.

The board is of the view that appointment of Mr. Alumkal Paulose Abraham (DIN: 08543213) is desirable and would be beneficial to the Company and accordingly, the Board recommends the said Resolution No. 3 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Alumkal Paulose Abraham (DIN: 08543213) is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an Ordinary Resolution.

Note: - The brief profile of Mr. Alumkal Paulose Abraham seeking his regularisation in this Annual General Meeting, as mentioned in item No. 3 is attached with this Notice.

Item No. 4

In accordance of the provisions of Section 148 of the companies Act, 2013 and the rules framed there under, the Board of Directors in their meeting held on 13th May 2021 has considered and approved the appointment of **M/s. Manu Marwah & Associates, Cost Accountants** Firm Registration No. 002945 as a Cost Auditor of the Company for the Financial Year 2020-21 to carry out the Audit of cost Accounts of the Company at a Remuneration of Rs. 70,000/- (Rupees Seventy Thousand only) plus applicable taxes and re-imbursement of out- of- pocket expenses of Rs. 10,000/- (Rupees Ten Thousand Only) subject to confirmation by the members of the Company at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of 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 the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is

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sought to ratify the remuneration payable to the Cost Auditors.

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

Therefore, the resolution as set out in Item no. 4 of this Notice is accordingly commended for the approval of Members.

For and on behalf of the Board of Directors

Place: Ghaziabad

Date : 26th November, 2021

Kuldeep Tiwari

Company Secretary

Membership No. A51234

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ATTENDANCE SLIP

I hereby certify that I am a registered member/proxy for the registered member of the Company. I hereby record my presence at the 36th Annual General Meeting of the Company on Tuesday, 30th November, 2021 at 01.00 PM at the Registered Office of the Company at Unit No. FF-05, First Floor, Omaxe Square, Jasola District Centre, New Delhi, India-110025.

Name of the Attending Shareholder: _____

(In Block Letters)

Name of the Proxy: _____

(If the proxy attends instead of Shareholder)

Signature of the Shareholder/Proxy

Ledger Folio No. : _____

***DP ID:** _____

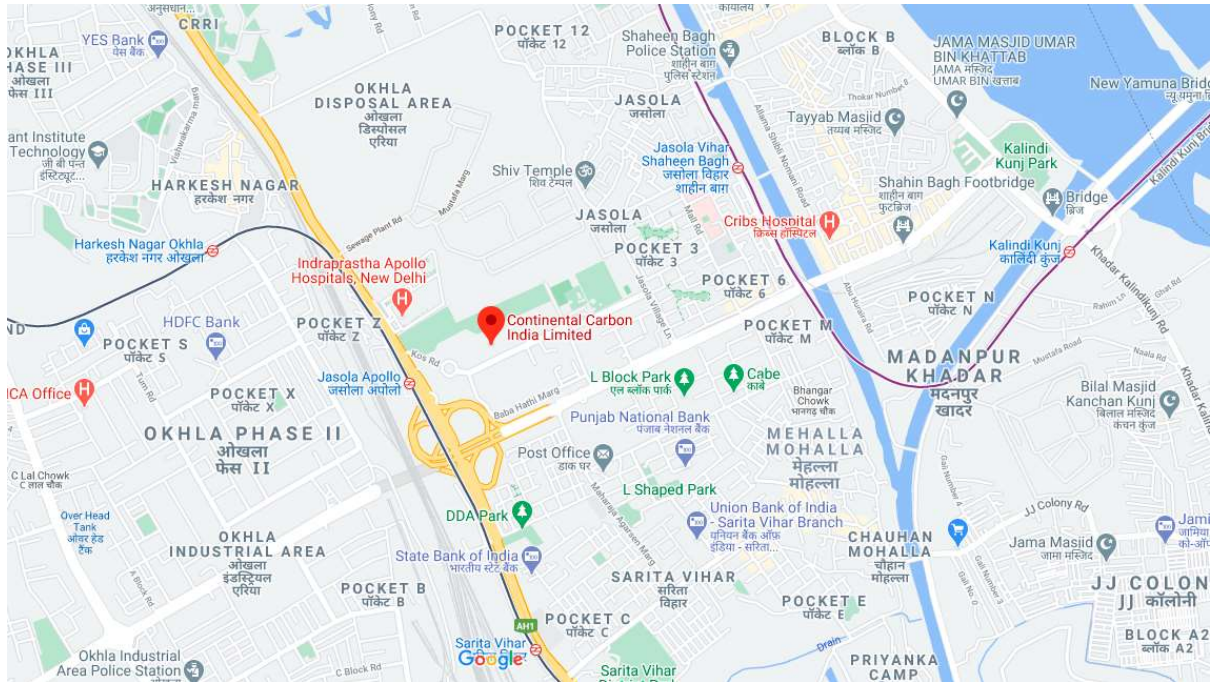
***Client Id** _____

* Applicable for persons holding share in Electronic Form.

Notes: Shareholding/Proxy holders are requested to bring the Attendance Slips with them and handover the same at the entrance of the Meeting Hall.

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ROUTE MAP



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Brief Profile of Directors

(Pursuant to Secretarial Standard-02 on General Meeting issued by Institute of Company Secretaries of India)

Name of Director	Mr. Alumkal Paulose Abraham
DIN	08543213
Date of Birth and Age	10/03/1969 (52 years)
Terms & Conditions of Appointment or Re-appointment	Refer Item no. 3 of the Notice
Qualification	Diploma in Polymer Technology, Diploma in Statistics, DIRI
Details of remuneration last drawn (FY 2020-21) and sought to be paid, if applicable.	INR. 38,19,192 drawn by Mr. Abraham during FY 2020-21 in capacity of Head of Operations.
Date of First Appointment	01/09/2021 as an Additional Director
No of shares held in the Company	NIL
Relationship with other Directors, Manager or KMP	NA
No of Board Meeting Attended during the year	NIL
List of Directorship held in other Companies as on 31st March, 2021	1. Continental Carbon Eco Technology Pvt. Ltd.
Membership/Chairmanship of Committees of other Boards as on 31st March, 2021	N.A.