

NOTICE OF 9TH ANNUAL GENERAL MEETING

Notice is hereby given that the **9th Annual General Meeting** of the Members of **M/s Veda Biofuel Limited** will be held **on Thursday, 20th August, 2020 at 11.30 A.M.** through video conferencing (VC)/ other Audio Visual Means (OAVM) in compliance with the provisions of the Companies Act, 2013 and General circular No. 20/2020 dated 05.05.2020, No.14/2020 dated 08.04.2020 and No. 17/2020 dated 13.04.2020 issued by Ministry of Corporate Affairs, New Delhi, to transact the following business:

ORDINARY BUSINESS:

To consider and if thought fit to pass, the following as **Ordinary Resolutions**:

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on March 31, 2019, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on March 31, 2019 together with the Report of the Board of Directors and Auditors' thereon.
2. To consider and approve the appointment of **M/s M K M & Co., (FRN 016494S)** Chartered Accountant of Vishakhapatnam, Andhra Pradesh, for a period of five years i.e. for the **Financial Year 2019-20 to 2023-24**, who has given consent letter to act as such, in place of M/s K S P Raju & Associates., Chartered Accountants (Firm Registration Number- 008532S) whose terms of 5 (Five) years have been expired on 30.09.2019 i.e. upto the conclusion of 9th Annual General Meeting (up to the Financial Year ending 31.03. 2019).

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, **M/s. M K M & Co., (FRN 016494S)** Chartered Accountant of Vishakhapatnam, Andhra Pradesh be and are hereby appointed as Statutory Auditors of the Company for a period of five years i.e. for the **Financial Year 2019-20 to 2023-24** to hold office from the conclusion of 9th Annual General Meeting until the conclusion of the 14th Annual General Meeting of the Company, subject to ratification of the appointment by the Members of the Company at every Annual General Meeting as per the provisions of the Companies Act, 2013, at such remuneration plus GST, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors

By the order of the Board

VEDA BIOFUEL LIMITED

(A. Sisir Kumar)
Liquidator

Place: Visakhapatnam
Date: 25.07.2020

Notes to the Notice of AGM:

1. In view of the continuing Covid-19 Pandemic, the Annual General Meeting shall be held through video conferencing (VC)/ other Audio Visual Means (OAVM) in compliance with the provisions of the Companies Act, 2013 and General circular No. 20/2020 dated 05.05.2020, No.14/2020 dated 08.04.2020 and No. 17/2020 dated 13.04.2020 issued by Ministry of Corporate Affairs, New Delhi, to transact the business as depicted in the Notice of the AGM and here-in-after called as “**e-AGM**”. ***The facilities for appointment of proxy will not be available for AGM. However, in pursuance of section 112 and section 113 of the Act, representatives of the members may be appointed for the purpose of voting or for participation and voting in the meeting held through VC or OAVM.***

2. **e-AGM:** The e-AGM of the Company shall be conducted by **Mr. A. Sisir Kumar, Liquidator whose Email ID is vedaliquidation@gmail.com and Mobile No. is +91 9666829111 (here-in-after to be known as the Liquidator)** through Video Conferencing facility.

3. Pursuant to the provisions of the circulars of MCA on the VC/OVAM(e-AGM):

- a) Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required and accordingly Attendance Slip and Route map are not annexed to this Notice.
- b) Appointment of proxy to attend and cast vote on behalf of the member is not available.
- c) Bodies Corporate are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate there at and cast their votes.

4. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

5. No restrictions on account of FIFO entry into e-AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

6. The attendance of the Members (members logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2018-19 is being sent only through electronic mode to those Members whose e-mail addresses are registered with **Liquidator as stated above**.

Members may note that the Notice and Annual Report 2018-19 will also be available on the **Company's website <http://vedabiofuel.co.in>**.

8. In case you have not registered your email address with the Company/Depository participant, please follow below instructions to register your email ID for obtaining login details, by 15th August 2020:

Members holding shares in physical Form	Send a request to Mr. A. Sisir Kumar, Liquidator of the Company at vedaliquidation@gmail.com providing Folio No., Name of Shareholder, scanned copy of the Share Certificate (front and back)
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	and self attested scanned copy of PAN card for registering email address.
Members holding shares in Demat Form	Kindly contact your Depository Participant (DP) and register your email address as per the process advised by DP

Instructions for the Members for attending the e-AGM through Video Conference:

- 1. Attending e-AGM Video conference:** Member will be provided with a facility to attend the e-AGM through video conferencing platform provided **by the Liquidator**. Those members, who have registered their Email IDs with the Liquidator as stated above, shall be given a link to attend the e-AGM through VC. During the e-AGM they have to **click on the "video conference"** and access the shareholders/members login by using the credentials. The link for e-AGM will be available in shareholder/members login where the EVENT and the name of the company can be selected which will be intimated.
2. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
3. 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.
- 4. AGM Questions prior to e-AGM:** Shareholders who would like to express their views/ask questions during the meeting may mail at **vedaliquidation@gmail.com** and post their queries/views/questions along with their name, demat account number/folio number, email id, mobile number.
5. Members who need technical assistance before or during the AGM, can contact **the Liquidator in the mobile number 966629111**

Instructions for members for Voting during the e-AGM session:

1. For the purpose of voting on the resolutions, link will be sent to registered e-mail id's only.

Other Guidelines for Members:

Member who wish to inspect copy of any document referred to in the accompanying Notice of the 9th AGM, copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and other eligible documents can send an email from their registered email ID on **vedaliquidation@gmail.com** by **20th August, 2020** specifying their Folio No., Name of Shareholder, scanned copy of the Share Certificate (front and back) and self-attested scanned copy of PAN card. Company shall provide specific date for visit by shareholder at the registered office of the Company for inspecting the documents.

In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the financial year 2018-19 are being sent by e-mail to those Members who have registered their e-mail address with the Company (in respect of shares held in physical form) or with their DP (in respect of shares held in electronic form)

and made available to the Company by the Depositories, unless a member has requested for a hard copy of the same.

Explanatory Statement as per Section 102 of the Companies Act, 2013 is mentioned below.: NIL

Note:- The 9th Annual General Meeting of Veda Biofuel Limited for the Financial Year 2018-19 is being conducted as per the companies Act 2013. Being the Liquidator of the Corporate Debtor, as a part of the compliance exercised, I am conducting the AGM.

**By the order of the Board
VEDA BIOFUEL LIMITED**

**(A. Sisir Kumar)
Liquidator**

**Place: Visakhapatnam
Date: 25.07.2020**