



JAIPUR METRO

## Jaipur Metro Rail Corporation Ltd.

Khanij Bhawan, Udyog Bhawan Premises, Tilak Marg, C-Scheme, Jaipur-302005

CIN: U60221RJ2010SGC030630

Tel.: 0141-5192101/102, 5192400; Fax: 0141- 5192103

Website: [www.jaipurmetrorail.in](http://www.jaipurmetrorail.in); email: [jmrc.finance@gmail.com](mailto:jmrc.finance@gmail.com)

### Meeting Notice

Notice is hereby given that the seventh annual general meeting of the members of Jaipur Metro Rail Corporation Limited is scheduled to be held on Friday, 30<sup>th</sup> September, 2016, at 3.30 PM in JMRC Conference Hall, III Floor, Khanij Bhawan, Tilak Marg, Jaipur, to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year 2015-16 together with the Reports of Directors and Auditors thereon.
2. To confirm and approve the appointment of the Statutory Auditors of the Company for the financial year 2016-17.

#### SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modification, the following Resolution as a Special Resolution:

**"RESOLVED THAT** Dr. Brij Bhushan Sharma, who was appointed as Additional Director w.e.f. 11<sup>th</sup> July, 2016 on Board of the Company in terms of Section 161(1) and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** in accordance with the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other applicable provisions, if any, Dr. Brij Bhushan Sharma, Director (Finance) be and is hereby appointed as Whole-time Director of the Company with immediate effect, upto a maximum period of three years from the date of his appointment or till he ceases to be in whole-time employment of the Company or ceases to be Director of the Company, whichever is earlier, and the terms and conditions of his appointment will be as per JMRC Recruitment Rules, 2012.



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**RESOLVED FURTHER THAT** the Managing Director and the Company Secretary of the Company, be and are hereby authorized, severally and jointly, to sign and file and do any and all necessary filing(s), compliances and acts and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

By order of the Board

For JAIPUR METRO RAIL CORPORATION LTD

Regd. Office

Khanij Bhawan

Tilak Marg, Jaipur

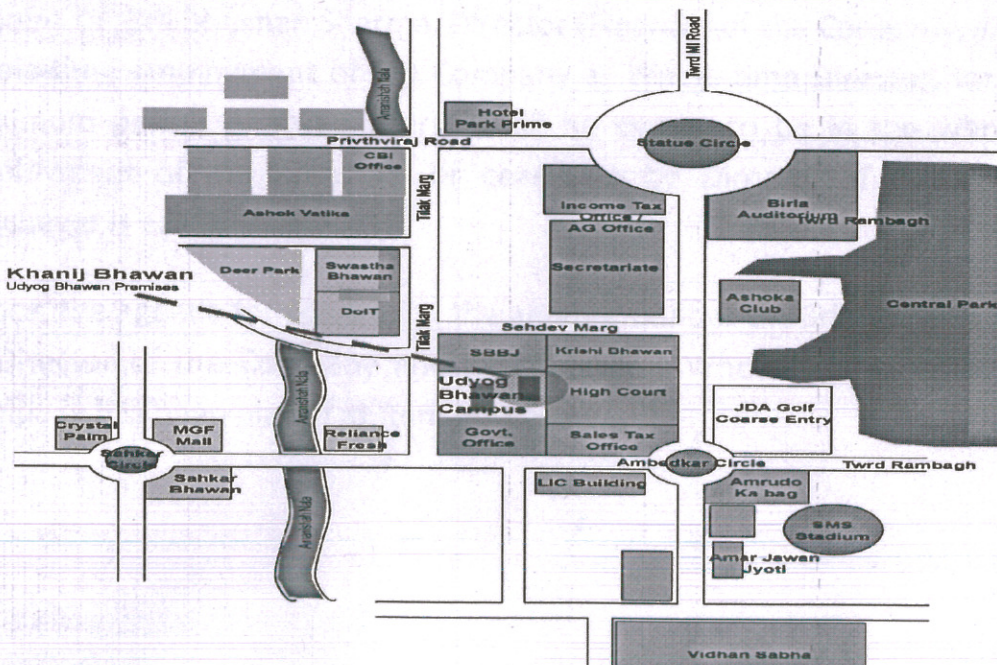
8<sup>th</sup> September, 2016

(ASHWINI BHAGAT)

Chairman & Managing Director

### Note:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. In case a proxy is appointed, the following form of proxy should be returned to the Company, duly completed, no later than forty eight hours before the commencement of the meeting.
2. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is enclosed herewith.





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### **EXPLANATORY STATEMENT FOR ITEM NUMBER 3, PURSUANT TO SEC 102 OF THE COMPANIES ACT, 2013:**

Dr. Brij Bhushan Sharma, Director (Finance) has been appointed as Additional Director of the Company w.e.f. 11<sup>th</sup> July, 2016. As per the provisions of Section 161(1) of the Companies Act, 2013, he holds office as Director only till the date of the forthcoming Annual General Meeting, but is eligible for appointment as Director of the Company subject to the approval of shareholders at this Annual General Meeting.

Further, Section 2(94) of the Companies Act, 2013 defines the term 'Whole-time Director' as including a director in the whole-time employment of the company. Further, Sections 196 and 197 of the said Act provide for appointment of whole-time Directors.

Accordingly, as per the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other applicable provisions, if any, it is proposed to appoint Dr. Brij Bhushan Sharma, Director (Finance) of the Company, who is in whole-time employment of the Company as Whole-time Director, for upto a maximum period of three years or till he ceases to be in the whole-time employment of the Company or ceases to be Director of the Company, whichever is earlier.

Hence, the agenda for confirming the appointment of Dr. Brij Bhushan Sharma as Director of the Company and designated as Whole-time Director of the Company has been placed at item number 3.



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### Form No. MGT 11

#### PROXY FORM

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

Name of the member (s)	
Registered Address	
E-mail ID:	
Folio No / Client ID no*	
D P ID no*	

\*Applicable for investors holding shares in Electronic form.

I/ we being a/ the member/ members of..... shares of Sunil Healthcare Limited hereby appoint:

- 1)..... R/o ..... having email id ..... or falling him
- 2)..... R/o ..... having email id ..... or falling him
- 3)..... R/o ..... having email id .....

and whose signature are appended below as my/ our Proxy to attend vote (for me/ us and on my/ our behalf at the ..... Annual General Meeting/ Extraordinary general meeting of the Company to be held on ..... day of ....., 20\_\_ at ..... a.m./ p.m. at ..... (place) and at any adjournment thereof in respect of such resolutions as are indicated below;

Resolution (s) no and particulars	Ordinary/ Special
1.	
2.	
3.	

Signed this \_\_\_\_ day of \_\_\_\_\_, 20\_\_

Signature of Shareholders \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
One Rupees  
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 the 48 hours before the commencement of the meeting.
- 2)A Proxy need not be a member of the Company.
- 3)In case of joint holders, the signature of any holder will be sufficient, but name of all the joint holders should be stated.
- 4)The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.