

नार्दन कोलफील्ड्स लिमिटेड

(एक मिनी रत्न कंपनी)

पो.ओ.-सिंगरौली कोलियरी,

जिला-सिंगरौली 486889 (म.प्र.)

निगमित पहचान संख्या U10102MP1985GOI003160



Northern Coalfields Limited

(A Mini Ratna Company)

P.O. Singrauli Colliery

Distt. Singrauli, MP- 486889

CIN-U10102MP1985GOI003160

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NOTICE

34TH ANNUAL GENERAL MEETING

No. NCL/Board/13(AGM)/2019-20/ 1878

03rd August, 2019

To

1. M/s. Coal India Ltd., Member, NCL, Coal Bhawan, New Town, Rajarhat, Kolkata- 700 156.
2. Shri A.K. Jha, Chairman, Coal India Ltd., Member, NCL, Coal Bhawan, New Town, Rajarhat, Kolkata- 700 156.
3. Shri S. N. Prasad, Director (Marketing), Coal India Ltd., Member, NCL, Coal Bhawan, New Town, Rajarhat, Kolkata- 700 156.
4. Shri P.K. Sinha, Chairman-cum-Managing Director, Member, NCL, Singrauli (MP)- 486 889.
5. All Directors, NCL Board
6. Chairman, Audit Committee/Nomination & Remuneration Committee, NCL.
7. M/s P.L. Tandon & Co., Chartered Accountants, Statutory Auditor, NCL, West Cott Building, Mahatma Gandhi Road, P.O. Box No. 113, Kanpur (Uttar Pradesh)- 208 001.
8. M/s K.G. Goyal & Co, Cost Accountants, (RN 000017), Cost Auditor, 8, Chitrangupta Nagar, I, Imli Phatak, Jaipur (Rajasthan)-302015.
9. M/s Satish Kumar & Associates, Company Secretaries, Secretarial Auditor, NCL, H.O. Flat No. 201, 2nd Floor, Urmila Apartment, Near St. Anne's School, Tharpakhna, Ranchi - 834001

NOTICE is hereby given that 34th (Thirty Forth) Annual General Meeting of Members of Northern Coalfields Limited will be held on Wednesday, the 7th August, 2019 at 09:30 AM at the Hotel Hyatt Regency Amritsar, MBM Farms, G.T. Road, Amritsar, Punjab-143001 to consider following businesses:-

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, the Report of Statutory Auditor, Comptroller and Auditor General of India thereon and Directors' Report and to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT the Audited Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2019 and Statement of Profit & Loss Account for the financial year ended on that date together with the Report of Statutory Auditor and Comments of Comptroller and Auditor General of India thereon and Directors' Report, be and are hereby approved and adopted.”



2. To approve two Interim Dividends paid on equity shares during the F.Y. 2018-19, as final dividend for the F. Y. 2018-19.
3. To appoint a Director in place of Shri S. N. Prasad (DIN: 07408431), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offered himself for re-appointment and pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to provisions of Section 152(6) of Companies Act, 2013 and other applicable provisions, if any, Shri S. N. Prasad (DIN: 07408431), be and is hereby reappointed as Director of the company. He shall be liable to retire by rotation.”

4. To authorise Board of Directors of Company to fix remuneration of the Statutory and Branch Auditors of the company in terms of provisions of Section 139(5) read with Section 142 of the Companies Act, 2013 and to pass the following resolution, as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to provisions of Section 142 of Companies Act, 2013 and other applicable provisions, if any, the Board of Directors of the Company be and is hereby authorised to decide and fix the remuneration of the Statutory and Branch Auditors of the company appointed by Comptroller and Auditor General of India under Section 139(5) of the Companies Act, 2013 for the future years.”

Special Businesses:

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

5. Ratification of Remuneration of the Cost Auditors for the Financial Year 2018-19

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any other statutory modification(s) or re-enactment thereof for the time being in force) the remuneration of Cost Auditors for the Financial Year 2018-19 as recommended by the Audit Committee in its 106th meeting and approved by the Board of Directors of Northern Coalfields Ltd vide Item no. 232/C-6 in its 232nd Meeting held on 31/08/2018 at New Delhi, as detailed below, be and is hereby ratified:-

Sl. No.	Name of Cost Audit Firm	Status	Project/ Units No.	Cost Audit fees (in Rs.)	TA and out of Pocket expenses	Reimbursement of Taxes as per GST Act 2017
1	M/s K.G. Goyal & Co., Indore	Central Cost Auditor	Jhingurda, Dudhichua, Amlori, Block-B, NSC and HQ units (including NCL desk office, Kolkata)	3,22,998.00	At actual subject to the limit of 50% of audit fees	At actual



