



THE METAL POWDER COMPANY LIMITED

Registered Office:
113, Velayutham Road, Sivakasi – 626 12
CIN:U28910TN1961PLC004478
Email :info@mepco.co.in



NOTICE

Notice is hereby given that the **Fifty Seventh Annual General Meeting** of the Members of **THE METAL POWDER COMPANY LIMITED** will be held at the Registered Office of the Company at 113, Velayutham Road, Sivakasi – 626 123 (Virudhunagar District, Tamilnadu) on **Saturday the 21st September, 2019 at 1.00 P.M.** to transact the following business:

Ordinary Business:

1. Adoption of Standalone Financial Statements

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

“RESOLVED THAT the Audited Financial statements of the Company for the financial year ended 31st March, 2019, the Reports of the Board of Directors and the Auditors thereon be and are hereby received, considered and adopted”.

2. Adoption of Consolidated Financial Statements

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

“RESOLVED THAT the audited Consolidated Financial statements of the Company for the financial year ended 31st March, 2019, the Reports of the Board of Directors and the Auditors thereon be and are hereby received, considered and adopted”.

3. Declaration of Dividend

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

“RESOLVED THAT the interim dividend of Rs. 20/-Per Share paid during January-2019 be ratified and to declare final Dividend of Rs.15/-Per Share for the year ended 31-March-2019 and the same be paid out of the profits of the company to those members whose name appear in the register of members as on 21-Sep-2019”.

4. Re-Appointment of Sri. A.Vairaprakasam (holding DIN 00006811) as Director of the Company who is liable to retire by rotation.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act 2013 Sri. A.Vairaprakasam (holding DIN 00006811), who retires by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as a director of the Company liable to retire by rotation.

5. Re-Appointment of Sri.Gunasingh Chelladhurai (holding DIN 00168538) as Director of the Company who is liable to retire by rotation.

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

“RESOLVED THAT pursuant to the Provisions of Section 152 and other applicable provisions, if any, of the Companies Act 2013, Sri. Gunasingh Chelladhurai (holding DIN00168538), who retires by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as a director of the Company liable to retire by rotation.

6. Re-Appointment of Sri. D. Singaravel (holding DIN 00006862) as Director of the Company who is liable to retire by rotation.

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

RESOLVED THAT Pursuant to the Provisions of Section 152 and other applicable provisions, if any, of the Companies Act 2013 Sri. D.Singaravel (holding DIN 00006862), who retires by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as a director of the Company liable to retire by rotation.

Special Business:

7. Remuneration to Cost Auditor.

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

“RESOLVED THAT Remuneration of Rs.85,000/- plus Goods and Service Tax and travelling and incidental expenses to Mr. M. Kannan, the Cost Auditor of the Company for the year 2019-2020 approved by the Board of Directors be and is hereby ratified pursuant to Section 148 and other applicable provisions of the Companies Act 2013 and Companies (Audit and Auditors) Rules 2014”.

Maravankulam
17-Aug-2019

By Order of the Board

A.Vairaprakasam
Director

- Note: 1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote thereat instead of himself and such proxy need not be a member of the Company.
- (a) The instrument appointing a proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
 - (b) A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
 - (c) A member holding more than ten percent of the total share capital of the Company may appoint a single person as a proxy and such proxy shall not act as a proxy for any other person or shareholder.
 - (d) Corporate members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board resolution authorising their representatives to attend the meeting and vote on their behalf pursuant to Section 113 of The Companies Act, 2013.
- 2. The Shareholders are requested to notify the Company any change in their addresses or Bank Accounts.
 - 3. The Explanatory Statements pursuant to Section 102(1) of The Companies Act, 2013 in respect of item No.7 is annexed hereto.
 - 4. The Payment of Final Dividend upon declaration by the shareholders at the Annual General Meeting will be made on or after 21-September-2019.

Explanatory Statement relating to the Special Business pursuant to Section 102(1) of The Companies Act, 2013.

Resolution No.7: At the Board Meeting held on 20-July-2019, the Directors have appointed Mr.M.Kannan, Cost Accountant as the Cost Auditor of the Company for the year 2019-2020 on a remuneration of Rs.85,000/- plus Goods and Service Tax and travelling and incidental expenses. Pursuant to the provisions of Section 148 read with the Companies (Audit and Auditors) Rules, 2014, the aforesaid remuneration approved by the Board of Directors is required to be ratified by the Shareholders.

The Ordinary Resolution appearing in the Notice is sought to be passed for this purpose.

None of the Directors or the Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in the said Resolution.