

The Singareni Collieries Company Limited

(A Government Company)

Regd. office: Kothagudem Collieries (P.O) – 507 101, Khammam Dist., Telangana State.

CIN: U10102TG1920SGC000571,

Website: www.scclmines.com, email: cssccl@rediffmail.com

NOTICE

Notice is hereby given to all the shareholders of The Singareni Collieries Company Limited that the 94th Annual General Meeting of the Company will be held on Saturday, the 12th day of December, 2015 at 4.00 pm at the Registered office, Head office building, Kothagudem Collieries (P.O) – 507 101, Khammam District, Telangana, to transact the following business.

1. To consider and adopt the Board's Report and the audited Annual Accounts for the financial year 2014-15.
2. To declare dividend @7.5% on the paid-up equity share capital for the financial year 2014-15.
3. To appoint Director in place of Sri K.Rama Krishna Rao who retire by rotation in accordance with Section 152 of the Companies Act, 2013 and Article 93 of the Articles of Association of the Company and is eligible for re-election.
4. To appoint Directors in place of Sri Arvind Kumar, Sri D.N.Prasad and Sri Syed Ashraf who retire under Article 98 of the Articles of Association of the Company and are eligible for re-election.
5. To fix the remuneration payable to Statutory Auditors appointed by the C&AG of India for the financial year 2015-16.

"Resolved that pursuant to the provisions of Section 142 and other applicable provisions if any, of the Companies Act, 2013, the sanction be and is hereby accorded for payment of remuneration and reimbursement of T.A & out of pocket expenses as decided by the Board of Directors to Statutory Auditors appointed by the C&AG of India for the audit of accounts of the Company for the financial year 2015-16."

SPECIAL BUSINESS:

To consider and if thought fit to pass with or without modification the following resolution as ordinary resolution.

6. Resolved that pursuant to the provisions of Section 148 and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the sanction be and is hereby accorded for payment of remuneration and reimbursement of T.A & out of pocket expenses to M/s.Narasimha Murthy & Co., Cost Accountants appointed as Cost Auditors by the Board of Directors on 13.5.2015 for the audit of cost accounting records of the Company for the financial year 2015-16 as decided by the Board of Directors.

To consider and if thought fit to pass with or without modification the following resolutions as special resolutions.

7. Resolved that the sanction be and is hereby accorded for payment of remuneration to Sri N. Sridhar as Chairman & Managing Director of the Company for a period of 2 years from 1.1.2015 as per the office orders laid before the meeting duly initialled by the Chairman for the purpose of identification.
8. Resolved that the sanction be and is hereby accorded for payment of remuneration to Sri J. Pavitrans Kumar as Director (Finance) of the Company for a period of 2 years from 4.6.2015 on the terms & conditions laid before the meeting duly initialled by the Chairman for the purpose of identification.
9. Resolved that the sanction be and is hereby accorded for payment of remuneration to Sri B. Ramesh Kumar as Director (Operations) of the Company for a period of one year from 13.6.2015 on the existing terms & conditions laid before the meeting duly initialled by the Chairman for the purpose of identification.
10. Resolved that the sanction be and is hereby accorded for payment of remuneration to Sri A. Manohar Rao as Director (Planning & Projects) of the Company for a period of 2 years from 13.12.2014 on the existing terms & conditions laid before the meeting duly initialled by the Chairman for the purpose of identification.

By order of the Board

Sd/-

(J. Rama Krishna)
G.M (Corporate Affairs) &
Company Secretary

Date: 18.11.2015.
Place: Kothagudem.

Notes:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member.
2. The explanatory statements pursuant to section 102 of the Companies Act, 2013 in respect of the special business are annexed.
3. The Board of Directors in the meeting held on 22.8.2015 recommended dividend @7.5% on the paid up equity share capital for the financial year 2014-15. If approved the dividend will be paid to the shareholders as at the opening hours of 13.12.2015.
4. The Register of members and Share transfer books of the Company will remain closed from 6.12.2015 to 12.12.2015 (both days inclusive).
5. The shareholders are requested to intimate any change in their address to the Registered office of the Company for sending all correspondence.

ANNEXURE TO NOTICE

Explanatory statements pursuant to Section 102 of the Companies Act, 2013.

Resolution No.6:

On the recommendation of the Audit Committee, the Board of Directors in the meeting held on 13.5.2015 appointed M/s.Narasimha Murthy & Co., Cost Accountants as Cost Auditors for the audit of cost accounting records of the Company for the financial year 2015-16 on the following terms & conditions.

- a) The fee for Cost Audit will be Rs.2.50 lakhs.
- b) The travelling and out of pocket expenses will be restricted to 50% of the fee subject to production of documentary evidence.
- c) Service Tax etc., shall be paid as extra as applicable on furnishing the registration number with the appropriate authority.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, approval of the shareholders is sought for payment of remuneration and reimbursement of T.A & out of pocket expenses to M/s.Narasimha Murthy & Co., for the financial year 2015-16 as decided by the Board of Directors.

None of the Directors is personally interested in the resolution proposed to be passed.

Resolution No.7:

In exercise of the powers conferred under the Tripartite Agreement and the provisions of Articles of Association of the Company, Govt. of Telangana, issued orders in GO Rt. No.53 dt.31.12.2014 of Energy (HR.A1) Dept., appointing Sri N.Sridhar, IAS, as Chairman & Managing Director of The Singareni Collieries Company Limited on the terms and conditions contained in G.O. Rt. No. 1467 dt.30.12.2014 of General Administration (SC-A) department for a period of 2 years from 1.1.2015. The Board in the meeting held on 31.1.2015 noted the appointment of Sri Sridhar.

Copies of relevant office orders containing terms & conditions of appointment are available for inspection at the Registered Office of the Company on any working day during office hours.

Approval of the shareholders is sought for payment of remuneration to Sri N.Sridhar as Chairman & Managing Director for the said period.

None of the Directors except Sri N.Sridhar is personally interested in the resolution proposed to be passed.

Resolution No.8:

The Board in the meeting held on 22.8.2015 co-opted Sri J.Pavitran Kumar, IRS, Dy. Director of Income Tax (Inv), Unit-II(1), Hyderabad as Director (Finance). He has been deputed to SCCL vide Order No.73 of 2015 of F.No.A-29011/ PF/080DD/2015-Ad.VI, dt.28.5.2015 of Under Secretary to the Govt. of India, Ministry of Finance, Department of Revenue, Central Board of Direct Taxes. His appointment is for a period of 2 years from 4.6.2015.

Copies of relevant office orders of appointment are available for inspection at the Registered Office of the Company on any working day during office hours.

Approval of the shareholders is sought for payment of remuneration to Sri Pavitrان Kumar as Director (Finance) for the said period.

None of the Directors except Sri Pavitrان Kumar is personally interested in the resolution proposed to be passed.

Resolution No.9:

The Board in the meeting held on 22.8.2015 co-opted Sri B. Ramesh Kumar as Director (Operations) of the Company for a period of one year from 13.6.2015 on the existing terms & conditions.

Copies of relevant office orders containing terms & conditions of extension are available for inspection at the Registered Office of the Company on any working day during office hours.

Approval of the shareholders is sought for payment of remuneration to Sri B. Ramesh Kumar from 13.6.2015 to 12.6.2016.

None of the Directors except Sri B. Ramesh Kumar is personally interested in the resolution proposed to be passed.

Resolution No.10:

The Board in the meeting held on 13.12.2014 co-opted Sri A. Manohar Rao as Director (Planning & Projects) of the Company for a further period of 2 years from 13.12.2014 on the existing terms & conditions.

Copies of relevant office orders containing terms & conditions of extension are available for inspection at the Registered Office of the Company on any working day during office hours.

Approval of the shareholders is sought for payment of remuneration to Sri A. Manohar Rao from 13.12.2014 to 12.12.2016.

None of the Directors except Sri A. Manohar Rao is personally interested in the resolution proposed to be passed.