



The Singareni Collieries Company Limited

(A Government Company)

Regd. office: Kothagudem Collieries (PO) – 507 101

Bhadradri Kothagudem Dist., Telangana State

CIN: U10102TG1920SGC000571

Website: www.scclmines.com email: cosecy@scclmines.com

NOTICE

Notice is hereby given to all the shareholders of The Singareni Collieries Company Limited that the 96th Annual General Meeting of the Company will be held on Wednesday, the 27th day of December, 2017 at 11.00 am at the Registered office, Head office building, Kothagudem Collieries (P.O) – 507 101, Bhadradri Kothagudem District, Telangana State to transact the following business.

1. To consider and adopt the Board's Report and the audited Annual Accounts for the financial year 2016-17.
2. To declare dividend @7.5% on the paid-up equity share capital for the financial year 2016-17.
3. To appoint Directors in place of Sri R.R.Mishra and 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 are eligible for re-election.
4. To appoint Director in place of Sri Ajay Misra and Sri J.S.Bindra 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 2017-18.

"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 2017-18."

SPECIAL BUSINESS:

To consider and if thought fit to pass with or without modification the following resolution as an 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 19.8.2017 for the audit of cost accounting records of the Company for the financial year 2017-18 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 from 1.1.2017 on the existing terms & conditions 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 A. Manohar Rao as Director (Planning & Projects) of the Company for a further period of 3 months 19 days from 13.12.2016 to 31.3.2017 i.e., till the date of his superannuation on the existing 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 J. Pavitran Kumar as Director (Finance) of the Company for a further period of one year from 4.6.2017 to 3.6.2018 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 S. Shankar as Director (Electrical & Mechanical) of the Company for a period of 2 years from 1.2.2017 on the terms & conditions laid before the meeting duly initialled by the Chairman for the purpose of identification.
11. Resolved that the sanction be and is hereby accorded for payment of remuneration to Sri S. Chandrasekhar as Director (Operations) of the Company for a period of 2 years from 2.5.2017 on the terms & conditions laid before the meeting duly initialled by the Chairman for the purpose of identification.
12. Resolved that the sanction be and is hereby accorded for payment of remuneration to Sri B. Bhaskara Rao as Director (Planning & Projects) of the Company for a period of 2 years from 2.5.2017 on the terms & conditions laid before the meeting duly initialled by the Chairman for the purpose of identification.

By order of the Board
Sd/-
(G. Srinivas)
Chief (Corporate Affairs) &
Company Secretary

Date: 1. 12.2017.
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 542nd meeting held on 30.10.2017 recommended dividend @7.5% on the paid up equity share capital for the financial year 2016-17. If approved the dividend will be paid to the shareholders as at the opening hours of 28.12.2017.
4. The Register of members and Share transfer books of the Company will remain closed from 21.12.2017 to 27.12.2017 (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 541st meeting held on 19.8.2017 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 2017-18 on the following terms & conditions.

- a) The fee for Cost Audit will be Rs.3.125 lakh.
- b) The travelling and out of pocket expenses will be restricted to 50% of the audit fee subject to production of documentary evidence.
- c) Tax 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 2017-18 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 528th meeting held on 31.1.2015 noted the appointment of Sri N. Sridhar. The Govt. of Telangana has continued his services as C&MD of the Company after initial term of 2 years i.e., from 1.1.2017. Further the Board in the 540th meeting held on 27.5.2017 noted that Sri N. Sridhar has been reposted after availing of Ex-India earned leave from 4.5.2017 to 12.5.2017 as per G.O.Rt.No.975 dt.22.4.2017 of General Administration (Spl A) Department, Govt. of Telangana.

Copies of relevant office orders containing terms & conditions of his 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 from 1.1.2017.

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 538th meeting held on 7.1.2017 co-opted Sri A.Manohar Rao as Director(Planning & Projects) of the Company for a further period of 3 months 19 days from 13.12.2016 to 31.3.2017 i.e., till the date of his superannuation 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 13.12.2016 to 31.3.2017.

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

Resolution No.9:

The Board in the 541st meeting held on 19.8.2017 co-opted Sri J. Pavitran Kumar as Director (Finance) of the Company for a further period of one year from 4.6.2017 to 3.6.2018 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 J. Pavitran Kumar from 4.6.2017 to 3.6.2018.

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

Resolution No.10:

The Board in the 539th meeting held on 4.3.2017 co-opted Sri S. Shankar as Director (Electrical & Mechanical) of the Company for a period of 2 years from 1.2.2017 on the terms & conditions contained in office order No.CRP/PER/C/025/313 dt.31.1.2017.

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 S. Shankar from 1.2.2017.

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

Resolution No.11:

The Board in the 540th meeting held on 27.5.2017 co-opted Sri S. Chandrasekhar as Director (Operations) of the Company for a period of 2 years from 2.5.2017(AN) on the terms & conditions contained in office order No.CRP/PER/C/025/1148 dt.2.5.2017.

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 S. Chandrasekhar from 2.5.2017(AN).

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

Resolution No.12:

The Board in the 540th meeting held on 27.5.2017 co-opted Sri B. Bhaskara Rao as Director (Planning & Projects) of the Company for a period of 2 years from 2.5.2017(AN) on the terms & conditions contained in office order No.CRP/PER/C/025/1149 dt.2.5.2017.

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 B. Bhaskara Rao from 2.5.2017(AN).

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