

MANAPPURAM COMPTECH & CONSULTANTS LIMITED

Regd. Office: 3rd Floor, Krishna Towers, TUDA Road, Aswini Junction, Thrissur – 680022

CIN: U72200KL2000PLC013966,

Website: www.macomsolutions.com

Email: info@macomsolutions.com Tel: +91 487 3106006

NOTICE

Notice is hereby given that the 19th Annual General Meeting of the Company will be held on Saturday, 03rd August, 2019 at the Registered Office of the company at 3rd Floor, Krishna Towers, TUDA Road, Aswini Junction, Thrissur – 680022 at 2.00 PM to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited Balance Sheet, Profit and Loss Account and Cash Flow Statement of the company as on March 31, 2019 and the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in the place of V P Nandakumar, Director (DIN 00044512), who retires by rotation, and being eligible, offers for re-appointment.
3. To Appoint Auditors and in this regard to consider and, if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to sec 139 and 142 of the Companies Act 2013, M/s Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Reg. No. 117366W/W-100018), be and are hereby appointed as statutory auditors of the Company to hold office from the conclusion of Nineteenth (19th) Annual General Meeting to the conclusion of Twenty Fourth (24th) Annual General Meeting subject to ratification of the appointment by members of the company at every Annual General Meeting as per the provision of Companies Act at such remuneration as may be determined by the Board of Directors of the Company plus reimbursement of out of pocket expenses and levies such as GST etc”.

SPECIAL BUSINESS

4. Regularization of Additional Director, Mr B N Raveendra Babu [00043622] by appointing him as Director of the Company

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

“RESOLVED THAT Mr. B N Raveendra Babu[00043622], who was appointed as an Additional Director on the Board of Directors (‘Board’) of the Company with effect from 09th May 2019, in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company

5. Any other item with permission of the Chairman

By order of the Board

SD/-
V P Nandakumar
Chairman
(DIN: 00044512)

Thrissur
May 09th, 2019

**EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES
ACT 2013**

ITEM NO 4

Board of directors of the Company through resolution passed in the meeting held on 09th May 2019 has appointed Mr B N Raveendra Babu as Additional Director of the Company and holds office of the Director till the conclusion of next Annual General Meeting. Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. B N Raveendra Babu as Director of the Company

Brief Profile of Mr B N Raveendra Babu

Mr. B.N. Raveendra Babu holds a master's degree in Commerce from the Calicut University and completed his intern from the Institute of Certified Management Accountants. Prior to joining Manappuram Group, Mr. Raveendra Babu occupied senior positions in Finance and Accounts in various organisations in the Middle East. He has been the associated with the company since the incorporation of the company and was one among the key promoters.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. B N Raveendra Babu is concerned or interested, financial or otherwise, in the resolution. The Board recommends the resolution set forth in Item no.4 for the approval of the members.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THAT THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS (SUNDAY IS INCLUDED IN COMPUTATION OF 48 HOURS) BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED TO THIS REPORT.
2. The enclosed proxy form (MGT 11), if intended to be used should reach the registered office of the company duly completed, stamped and signed not less than forty eight hours before the time fixed for the meeting.
3. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting
5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company, unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company. Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.

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ATTENDANCE SLIP

FOLIO NO..... NO OF SHARES HELD.....

I certify that am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the Annual General Meeting of the Company at the Registered Office of the Company 3rd Floor, Krishna Towers, TUDA Road, Aswini Junction, Thrissur – 680022 on Saturday, 03rd August 2019.

Members Name

Member/Proxy

Signature_____

Proxy Name

Note:

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
3. Authorized Representatives of Corporate members shall produce proper authorization issued in their favour

FORM NO MGT 11

Regd. Office: 3rd Floor, Krishna Towers, TUDA Road, Aswini Junction, Thrissur – 680022

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PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rules 19(3) of the Companies (Management and Administration).Rules, 2014)

Name of the member (s) :

.....
Registered Address:

.....

E.Mail Id : Folio No./:.....

I/We,being the member(s) holdingshares of the above named Company, hereby appoint

1.Name.....

Address:.....

.....

E.mailID:.....Signature:.....

or failing him

2.Name:.....

Address:.....

E.mail ID:.....Signature:.....

or failing him

3.Name:.....

Address:.....

E.mailIDSignature:.....

as my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company ,to be held on Saturday, 03rd August 2019 at the registered office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1:.....
- 2:.....
- 3:.....
- 4:.....

Signed this.....day of2019

Signature of shareholder

Signature of Proxy holder(s)

Affix Re 1 Revenue Stamp

Note:

This form duly filled up, stamped and signed by the appointer or his attorney duly authorized in writing or if the appointer is a Body Corporate, under the seal or signed by an attorney duly authorized by it shall be deposited at the Registered Office of the Company along with the power of Attorney, if any under which the Proxy Form is signed, not less than 48 hours before the time for holding the meeting.

MAP TO VENUE

