

NOTICE

NOTICE is hereby given that the 66th Annual General Meeting of the Members of ECGC Limited will be held at 15:00 Hrs. on Tuesday, September 17, 2024 through Video Conference (VC)/ Other Audio-Visual Means (OAVM) in accordance with the Ministry of Corporate Affairs General Circular No. 09/2023, 14/2020, 17/2020 and 20/2020, dated September 25, 2023, April 08, 2020, April 13, 2020 and May 05, 2020 respectively; to transact the following business:

ORDINARY BUSINESS:

Item No. 1 – Adoption of financial statements

To consider and adopt the Audited Financial Statements including Balance Sheet of the Company as at March 31, 2024, Revenue Account and Profit & Loss Account for the Financial Year ended on that date and the reports of the Directors and Auditors thereon.

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Balance Sheet as at March 31, 2024 and the Revenue Account and Profit & Loss Account for the year ended March 31, 2024 of the Company together with the Statutory Auditors' Report that includes directions of the Comptroller and Auditor General of India (CAG), the comments of the CAG thereon and the Directors' Report to the Members be and the same are hereby received and adopted.”

Item No. 2 – Declaration of dividend

To declare dividend on equity shares for the Financial Year ended March 31, 2024.

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:





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“RESOLVED THAT a final dividend of ₹10 (Rupees Ten only) on every fully paid-up Equity Share of ₹100/- each on total paid-up Share Capital of ₹4,338 crore (Rupees Four thousand three hundred and thirty-eight crore only) be and is hereby declared.

FURTHER RESOLVED THAT the total amount of dividend on Equity Shares for the Financial Year 2023-24 amounting to ₹433,80,00,000 (Rupees Four hundred thirty-three crore and eighty lakh only) be and is hereby approved.”


Item No. 3 – Appointment of Statutory Auditors

To approve/ delegate the powers to the Board of Directors to fix remuneration of the Head Office Joint Statutory Auditors, Regional Offices Statutory Auditors and Branch Offices Statutory Auditors to be appointed by the Comptroller & Auditor General of India under Section 139(5) read with Section 142 of the Companies Act, 2013 for the Financial Year 2024-25.

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Board of Directors be and is hereby authorised to fix and approve, pursuant to the provisions of Section 142 of the Companies Act, 2013 as may be amended from time to time, the remuneration of the Joint Statutory Auditors to be appointed by the Comptroller and Auditor General of India under Section 139(5) of the Companies Act, 2013 for the Head Office, Regional Offices and Branch Offices of the Company for the Financial Year 2024-25 and that the Joint Statutory Auditors shall hold office till the conclusion of the 67th Annual General Meeting.”

**By order of the Board of Directors
For ECGC Limited**

 13/09/2024

**(Smita Pandit)
Company Secretary**

Date: September 13, 2024

Place: Mumbai



Registered Office:

ECGC Bhawan,

CTS No. 393, 393/1- 45, M.V. Road,

Andheri (East),

Mumbai – 400069.

Notes:

1. Pursuant to the General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (MCA) that permit companies to hold the Annual General Meeting (AGM) through Video Conference (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, the AGM of the Company shall be held through VC/OAVM, subject to the applicable provisions of the Companies Act, 2013 (Act) and the relevant circulars issued by the MCA.
2. Since the AGM will be held through VC/OAVM, the requirement for appointment of proxy stands dispensed with; hence, proxy form is not annexed to the Notice.
3. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013.
4. Web-Link and log-in details to attend the 66th AGM are available in the e-mail. For security reasons, Members are requested not to share the web link/ meeting ID and password with any other person and take utmost care to safeguard the login credentials.
5. In accordance with the MCA Circulars ibid, the Company shall be providing VC/OAVM facility to the Members for participating in the Meeting. Members are encouraged to join the Meeting through laptop/desktop with good internet speed to avoid any disturbance during the Meeting.



6. In compliance with the relevant MCA Circulars, Notice of the AGM along with the Annual Report of the Company for the Financial Year 2023-24 shall be sent only through electronic mode at the email addresses of the Members registered with the Company. Members may note that the copy of the Notice and Annual Report 2023-24 shall also be available on the Company's website www.ecgc.in.
7. Since the AGM will be held through VC/ OAVM, Route Map to the venue of the Meeting is not annexed to this Notice.
8. Members desiring inspection of 'Register of contracts or arrangements in which Directors are interested' during the AGM shall send their request in writing to the Company at cs@ecgc.in on or before September 16, 2024. The register maintained under Section 189 of the Act, shall be available electronically for inspection by the Members during the AGM.
9. Members seeking any information/ clarification with regard to the accounts or any matter to be dealt at this AGM, are requested to write at cs@ecgc.in on or before September 16, 2024.
10. The Members who would like to express their views/ have queries may register themselves as a speaker, by sending their request from their registered email address mentioning their name, email ID and mobile number at cs@ecgc.in on or before September 16, 2024.

Instructions for Shareholders for joining the meeting:

- i. Joining from Laptop or Computer (having access to webcam)
 - Step 1: Webex Meeting link for joining the 66th AGM is available in the Notice email dated September 13, 2024. Click on the Webex link and open in Chrome/Microsoft edge. This will direct you to a page where you can choose to either join the meeting on the web or download the Webex desktop app.
 - Step 2: Click on Join on the web instead, if desktop app is not desired.
 - Step 3: Enter the Meeting number and Password as provided in the Notice email dated September 13, 2024 and type your name. Click on 'join now'.
 - Step 4: Mute/ unmute the audio and video as desired.



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ii. Joining from Mobile Phone

Step 1: Download Webex Mobile App from the Application Store (e.g. Google Play Store, iOS App Store, as applicable.)

Step 2: Webex Meeting link for joining the 66th AGM is available in the Notice email dated September 13, 2024. Select the Webex link and open in Chrome/Microsoft edge.

Step 3: Enter the Meeting number and Password as provided in the Notice email dated September 13, 2024 and type your name. Select on join now.

Step 4: Mute/Unmute the audio and video as desired.

It is highly recommended to keep the audio on mute at all times except when the name is announced by the Chairman/ Company Secretary to speak.

For any technical assistance, you may contact the technical team by writing to cs@ecgc.in or by calling on 022 – 66590626/537/456 or Mobile: 9573886600.

**By order of the Board of Directors
For ECGC Limited**


13/09/2024
(Smita Pandit)
Company Secretary

Date: September 13, 2024

Place: Mumbai

Registered Office:

ECGC Bhawan,

CTS No. 393, 393/1-45, M.V. Road,

Andheri (East),

Mumbai – 400069.

