

Notice

Notice is hereby given that the THIRTEENTH ANNUAL GENERAL MEETING of the members of mjunction services ltd. will be held on Thursday, 18th September, 2014 at 11.30 AM at the Corporate Office of the Company at 'Godrej Waterside', Tower I, 3rd Floor, Plot No. 5, Block DP, Sector V, Salt Lake City, Kolkata -700091 to transact the following business :

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2014 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Sandipan Chakravortty (DIN 00053550), who retires by rotation and, being eligible, offers himself for re-election.
3. To consider and if thought fit, to pass with or without modification, the following business as an ORDINARY RESOLUTION :

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed thereunder as amended from time to time, Messrs. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 302009E) be and are hereby appointed auditors of the Company to hold office from the conclusion of this Annual General Meeting upto the conclusion of the Eighteenth Annual General Meeting of the Company to be held in the year 2019 (subject to ratification of their appointment at every Annual General Meeting) at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

4. To consider and, if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT Mr. Prabir Raychaudhary (DIN 05339415) be and is hereby appointed a Director of the Company."

5. To consider and, if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT Mr. S.K.Garg (DIN 01782812) be and is hereby appointed a Director of the Company."

Registered Office:
mjunction services ltd.
'TATA Centre'
43, Jawaharlal Nehru Road, Kolkata – 700 071

Date: August 18, 2014

By Order of the Board.

R Chattopadhyay
Chief (Finance & Accounts) & Company Secretary

Notes :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. Such proxy need not be a member of the company. Proxies in order to be effective must be received by the company not less than 48 hours before the commencement of the meeting. The proxy form is enclosed.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Items No. 4 to 6 are given below and forms part of the Notice.

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item No.3

Deloitte, Haskins and Sells (Firm Registration No. 302009E), Chartered Accountants, Kolkata, were appointed as the statutory auditors of the Company for the Financial Year 2013-14 at the Annual General Meeting of the Company held on July 30, 2014.

In terms of Section 139 of the Companies Act, 2013 ('Act'), as applicable to the Company, it is required to appoint statutory auditors for a period of 5 years, subject to ratification of their appointment by shareholders at every Annual General Meeting.

Accordingly, it is proposed to appoint DHS as Statutory Auditors of the Company for a period of 5 years from the conclusion of the Thirteenth Annual General Meeting to the Conclusion of the Eighteenth Annual General Meeting to be held in the year 2019, subject to ratification of their appointment at every AGM.

None of the Directors are in any way concerned or interested in the resolution.

Item no. 4

Mr. Prabir Raychaudhary (DIN 05339415) was appointed as Additional Director with effect from November 11, 2013. In terms of Section 161 of the Companies Act, 1956 and Article 80 C of the Articles of Association of the Company, Mr. Raychaudhary holds office upto the date of the ensuing Annual General Meeting.

The Company has received a notice from a member under Section 160 of the Companies Act, 2013, signifying his intention to propose the candidature of Mr. Raychaudhary for the office of Director.

None of the directors of the company except Mr. Prabir Raychaudhary is interested or concerned in the resolution.

Item no. 5

Mr. S.K.Garg (DIN 01782812) was appointed as Additional Director with effect from November 11, 2013. In terms of Section 161 of the Companies Act, 1956 and Article 80 C of the Articles of Association of the Company, Mr. Garg holds office upto the date of the ensuing Annual General Meeting.

The Company has received a notice from a member under Section 160 of the Companies Act, 2013, signifying his intention to propose the candidature of Mr. Garg for the office of Director.

None of the directors of the company except Mr. Garg is interested or concerned in the resolution.

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