

## **Notice**

Notice is hereby given that the SIXTEENTH ANNUAL GENERAL MEETING of the members of mjunction services ltd. will be held on Monday, 25th Day of September, 2017 at 12 noon 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 :

### **Ordinary Business**

1. To consider and adopt the Audited Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and the Auditors thereon.
2. To consider and adopt the Audited Consolidated Financial Results of the Company for the year ended 31<sup>st</sup> March, 2017 together with the Reports of Auditors thereon.
3. To declare Dividend on Equity Shares for the Financial Year 2016-17.
4. To appoint a Director in place of Mr Sandipan Chakravortty (DIN- 00053550), who retires by rotation and, being eligible, offers himself for re-election.
5. To appoint a Director in place of Mr. Sudhir Kumar Garg (DIN 01782812), who retires by rotation and, being eligible, offers himself for re-election.
6. To consider and if thought fit, to pass with or without modification(s), the following business as an ORDINARY RESOLUTION :

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Price Waterhouse & Co., Chartered Accountants (ICAI Registration No FRN 304026E / E-300009), be and is hereby appointed as the Statutory Auditors of the Company, in place of M/s. Deloitte, Haskins & Sells, Chartered Accountants (ICAI Registration No. 302009E), the retiring Statutory Auditors, to hold office for a term of five years from the conclusion of this Annual General Meeting till the conclusion of twenty first Annual General Meeting of the Company to be held in the year 2022, subject to ratification of their appointment by the Members at every Annual General Meeting at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

### **SPECIAL BUSINESS**

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

“RESOLVED THAT Mr. Rajiv Mukerji (DIN- 00457795) who was appointed by the Board of Director as an Additional Director of the Company with effect from February 03, 2017 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section

161(1) of the Companies Act, 2013 (“Act”), and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director 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: September 1, 2017*

*By Order of the Board.*

*R Chattopadhyay*

*AVP Finance & 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.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Items No. 7 is given below and forms part of the Notice.

**EXPLANATORY STATEMENT**

*(Pursuant to Section 102(1) of the Companies Act, 2013)*

**Item No.7**

The Board had appointed Mr. Rajiv Mukerji (DIN- 00457795), as an Additional Director with effect from February 3, 2017.

As per the provisions of Section 161(1) of the Companies Act, 2013, he holds office as Additional Director up to the date of the ensuing Annual General Meeting of the Company and is eligible for re-appointment as Director.

A brief profile of Mr. Rajiv Mukerji is given below:

Mr Rajiv Mukerji joined Tata Steel 1986 in the Marketing Division. Thereafter he worked in various divisions of the company including International Trade and Shipping and Logistics and chaired the International Trade and Logistics sub committees in the Confederation of Indian Industry. In 2007, he was appointed Managing Director of Tata NYK Shipping in Singapore before moving into his current role in Nov 2013 as Group Director Strategic Procurement, looking after Tata Steel Group Procurement in Raw Materials, Shipping, IT and Industrial Gas.



He has done B.A. (Hons.) and diploma in management from IIM Ahmedabad and INSEAD France

None of the Directors or KMPs or relatives of Directors and KMPs except Mr. Rajiv Mukerji is concerned or interested in the resolution at Item No.7 of the Notice relating to his appointment.

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*'TATA Centre'*

*43, Jawaharlal Nehru Road, Kolkata – 700 071*

*Date: 01.09.2017*

*By Order of the Board.*

*R Chattopadhyay*

*AVP (Finance) & Company Secretary*