

	<p align="center">PASCHIM GUJARAT VIJ COMPANY LIMITED Registered & Corporate Office, "Paschim Gujarat Vij Seva Sadan" Off Nana Mava Main Road, Laxminagar, Rajkot - 360 004 CIN U40102GJ2003SGC042908 Web site : www.pgvcl.com Tele. No: (0281)2380425, 2380427, Fax:(0281)2380428</p>	
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NOTICE

Notice is hereby given that the Twentieth Annual General Meeting of the Members of Paschim Gujarat Vij Company Limited will be held on Monday the 18th day of December, 2023 at 04:45 P.M. in the Conference Room, Gujarat Urja Vikas Nigam Limited, Sardar Patel Vidyut Bhavan, Race Course, Vadodara - 390007 to transact the following business:

ORDINARY BUSINESS

- 1 To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Boards Report and Auditors Report with the comments of Comptroller and Auditor General of India thereon.
2. To decide the remuneration payable to M/s. B. C. Jain & Co., Chartered Accountants, Statutory Auditors, appointed by the Comptroller and Auditor General of India (C& AG), New Delhi, for the financial year 2023-24.

“RESOLVED THAT the appointment of M/s B. C. Jain & Co., Chartered Accountants, Rajkot made by the Comptroller and Auditor General of India (C&AG), New Delhi, pursuant to Section 139 (5) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, to conduct the audit of the accounts of the Company for the financial year ended 31st March 2024 (FY 2023-24) be and is hereby noted AND THAT pursuant 139 read with Section 142 of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration and other terms and conditions including out of pocket expenses, to the Statutory Auditors M/s B. C. Jain & Co., appointed by the Comptroller and Auditor General of India, (C&AG), New Delhi, to audit the accounts of the Company for the Financial Year 2023-2024.”

SPECIAL BUSINESS

- 3 To consider and if thought fit, to pass, with or without modification/s, the following resolution as an Ordinary Resolution for ratification of fee of Cost Auditor :

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), and other rules as applicable, the remuneration of Rs.30,000/- (Rupees Thirty Thousand only) as Cost Audit fees plus GST and out of pocket expenses limited to 10% of audit fee, to be paid to M/s. R. K. Patel & Co., Cost Accountants, Vadodara, as Cost Auditors of the Company whose appointment and

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remuneration has been approved by the Board to conduct the audit of the Cost Accounts / Records maintained by the Company in respect of Electricity Industry for the Financial Year ending 31st March, 2024 (i.e. Financial Year 2023-24), be and is hereby ratified.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

By Order of the Board

Sd/-

Hardik Chauhan
Company Secretary

Date:18.12.2023
Place:Vadodara

NOTES:

- 1 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies, in order to be effective must be received by the Company at its Registered Office.
- 2 A Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transected at the Meeting is annexed hereto.
- 3 Pursuant to Section 139(5) of the Companies Act, 2013, the auditors of the Government Company are appointed by the Comptroller & Auditor General (C&AG) and in terms of Section 142 of the Companies Act, 2013, the remuneration shall be fixed by the Company in the Annual General Meeting or in such manner as the Company in General Meeting may determine. M/s. B. C. Jain, Chartered Accountants, have been appointed by the C&AG as Statutory Auditors of the Company to audit the accounts of the Company for the Financial Year 2023-24.

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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3: Ratification of remuneration of the Cost Auditor for the Financial Year 2023-24

As per the provisions of Section 148 of the Companies Act, 2013 and as required under the Companies (Cost Records and Audit) Rules, 2014, the proposal for appointment of M/s. R. K. Patel & Co., Cost Accountants, Vadodara was placed before the 151st Board Meeting of the Company held on 5th June, 2023 and Board of Directors approved the said proposal for appointment of M/s. R. K. Patel & Co., as Cost Auditor to conduct the audit of the Cost Accounts / Records maintained by the Company in respect of Electricity Industry for the Financial Year ending 31st March, 2024 (i.e. Financial Year 2023-24) at remuneration of Rs.30000/- (Rupees Thirty Thousand only) as Cost Audit fees plus GST and out of pocket expenses limited to 10% of audit fee, however that their remuneration shall be subject to the ratification by the Members as required under the provisions of sub-section (3) of Section 148 of the Companies Act, 2013.

Hence, as per the provisions of Section 148(3) of the Companies Act, 2013, the remuneration of the Cost Auditor is required to be ratified by the Members of the Company. Hence, this Resolution is proposed for approval.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, financially or otherwise, in passing of the Resolution.

The Board recommends the Resolution for approval of the Members as Ordinary Resolution.

By Order of the Board
For Paschim Gujarat Vij Company Limited

Date:18.12.2023
Place: Vadodara

Sd/-
Hardik Chauhan
Company Secretary