

# GLOBAL POWER GENERATION LIMITED

Regd. Office: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

CIN No. L40300RJ1985PLC047105, Email Id: [globuscdl@gmail.com](mailto:globuscdl@gmail.com)

Website: [www.gpgl.in](http://www.gpgl.in)

## NOTICE OF 32<sup>ND</sup> ANNUAL GENERAL MEETING

To  
The Members,

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of **M/s Globus Power Generation Limited** will be held at Sarovar Portico, Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India, on Friday, the 29<sup>th</sup> day of September, 2017, at 11:00 AM to transact the following businesses:

### ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statement of Company for the financial year ended March 31, 2017, the Reports of the Directors and Auditors thereon.
2. To re-appoint Mr. Pawan Kumar Agarwal (DIN No. 01056455) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

### 3. RATIFICATION OF APPOINTMENT OF AUDITORS

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

**“RESOLVED THAT** pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and read with the Companies (Audit and Auditors) Rules, 2014 made thereunder, pursuant to the recommendation of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on 29<sup>th</sup> September, 2014, to appoint M/s Padam Dinesh & Company, Chartered Accountants (FRN : 009061N), as the Auditors of the Company to hold office till the conclusion of the AGM of the Company in the calendar year 2018 be and is hereby ratified and the Board of Directors be and is hereby authorised to fix the remuneration payable to them for the financial year ending March 31<sup>st</sup>, 2018 as may be determined by the Audit Committee in consultation with the auditors.”

**By order of the Board of Directors  
For Globus Power Generation Limited**

Date: 10.08.2017  
Place: New Delhi

Sd/-  
Pawan Kumar Agarwal  
Director  
DIN: 01056455  
C-9/192, Block - C, Pocket - 9,  
Rohini Sector – 7, Delhi, 110085

## NOTES:-

1. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.
2. Proxies, to be effective, must be received by the Company not less than 48 hours before 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 a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The register of members and the share transfer books of the Company will be closed from 23<sup>rd</sup> Day of September 2017 to 29<sup>th</sup> day of September 2017 both days inclusive.
6. All documents referred in the notice are open for inspection by the members at the registered office of the Company during business hours on all working days up to the date of AGM.
7. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
8. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Beetal Financial & Computer Services Pvt. Ltd. or the Secretarial Department of the Company immediately.
9. Members desires of getting information from the Company are required to send their queries to the Company at its registered office well in advance so that the same may reach atleast 10 days before the date of the meeting to enable the management to keep the required information readily available at the meeting.
10. As permitted by Ministry of Corporate Affairs, we invite our members to participate in the Green Initiative by registering their email ids with the Company to enable it to send the documents such as Annual Report, Notices of General Meetings etc. by E-mail.
11. Copies of Annual Reports will not be distributed at the venue of the Annual General Meeting. Members are, therefore requested to bring their own copies of the Annual Report to the meeting.
12. Members/Proxies are welcome at the AGM of the Company. However the Members/Proxies may please note that no gifts/gift coupons will be distributed at the AGM.
13. Beetal Financial & Computer Services Pvt. Ltd. is the Registrar and Share Transfer Agents (RTA) of the Company. All investor relation communication may be sent to RTA at the following address:  
**Beetal Financial & Computer Services Pvt. Ltd.**  
Beetal House, 3<sup>rd</sup> Floor, 99, Madangir, Behind Local Shopping Centre,  
Near Dada Harsukh Dass Mandir, New Delhi-110062  
Ph. #011-29961281-283, Fax#011-29961284, Email id: beetalrta@gmail.com
14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.
15. Electronic copy of the Annual Report and Notice of the 32<sup>nd</sup> Annual General Meeting of the Company for the financial year ended 31<sup>st</sup> March, 2017 is being sent to all the members whose email ids are registered with the Company/Depository Participants(s) for communication purpose unless any member has requested for a hard copy

of the same. For members who have not registered their email address, physical copies of the Annual Report for the financial year ended 31<sup>st</sup> March, 2017 is being sent in the permitted mode.

16. Voting through electronic means in compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015, the Company is pleased to provide their members facility to exercise their right to vote at the 32<sup>nd</sup> Annual General Meeting by electronic means and the business may be transacted through e-Voting services provided by Central Depository Services (India) Limited (CDSL):

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 26.09.2017 at 10.00 AM and ends on 28.09.2017 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of 22.09.2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the E-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a) For CDSL: 16 digits beneficiary ID,
  - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant M/s Globus Power Generation Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App store and Windows Phone Store respectively. Please follow the instructions as promoted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding E-voting, you may refer the Frequently Asked Questions ("FAQs") and E-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**Points to be remember:**

- (a) The facility for e-voting can remain open for three days but shall be closed at 5.00 p.m. on 28.09.2017.
  - (b) Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.
  - (c) Those shareholders who have not cast their votes by remote E-voting, they can cast their vote at the general meeting by any facility for voting available at the general meeting.
  - (d) The voting period begins on 26.09.2017 (10:00 AM) and ends on 28.09.2017 (5:00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22.09.2017, may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting thereafter.
  - (e) In case you have any queries or issues regarding E-voting, you may refer the Frequently Asked Questions ("FAQs") and E-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - (f) The shareholders can opt for only one mode of voting, i.e. either physically by attending AGM or e-voting. If any shareholders opt for E-voting, he/she will not be eligible to vote physically in AGM.
17. Mr. Sandeep Mehra, Practicing Company Secretary (Membership No. 23624) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
18. The Scrutinizer shall within a period of not exceeding three (3) working days from conclusion of the e-voting period unblock the votes in presence of at least two(2) witnesses not in the employment of the company and make Scrutinizer's report of votes cast in favour or against, if any, forthwith to the chairman of Company. The Results of e-voting shall be declared on or after the AGM of the Company and the Results declared with Scrutinizer Report shall be placed on the Website of the Company i.e. viz. [www.gpgl.in](http://www.gpgl.in) and also on the website of CDSL viz. [www.cdslindia.com](http://www.cdslindia.com) immediately of passing of the Resolution of the AGM of the Company.

### ANNEXURE TO ITEM NO. 3 OF THIS NOTICE

Details of Director seeking re-appointment at the forthcoming Annual General Meeting (in pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings)

<b>NAME OF THE DIRECTOR - MR. PAWAN KUMAR AGARWAL</b>	
<b>BASIC DETAILS</b>	
Director Identification Number (DIN)	01056455
Date of Birth	20.10.1968
Nationality	INDIAN
Date of first appointment on the Board of Directors of the Company	26.09.2011
Qualification	Company Secretary
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	NIL
<b>LIST OF DIRECTORSHIPS HELD IN OTHER COMPANIES (EXCLUDING FOREIGN, PRIVATE AND SECTION 8 COMPANIES)</b>	
<ul style="list-style-type: none"> <li>• Transtech Wind Power Private Limited</li> <li>• Spectrum Power Generation Limited</li> <li>• Allium Finance Private Limited</li> </ul>	
<b>BRIEF RESUME AND AREA OF EXPERTISE</b>	
<p><b>Mr. Pawan Kumar Agarwal</b> is a B.Com, LLB and Associate member of Institute of Companies Secretaries of India (ICSI). He has experience of <b>more than 21 years in Corporate Restructuring, Loan Syndication at National &amp; International Level, Managing 8 NBFC's with a total corpus of more than 2000 crores, Private Placement of Equity &amp; Debentures, Merger &amp; Acquisitions, Buy Back of Shares, Take Over and Handling the Compliances of Listed &amp; Unlisted group Companies.</b> He has joined <b>Globus Power Generation Limited</b> as Non Executive Director with effect from 26.09.2011.</p>	

## GLOBUS POWER GENERATION LIMITED

CIN: L40300RJ1985PLC047105  
 Regd. Office: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021  
 Email Id: globusedl@gmail.com Website: www.gpgl.in

### ATTENDANCE SLIP 32<sup>nd</sup> Annual General Meeting

Reg. Folio/DP & Client No. .... No. of Shares held .....

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company. I hereby record my presence at the 32<sup>nd</sup> Annual General Meeting of the Company being held on Friday, the 29<sup>th</sup> day of September, 2017 at 11:00 AM, at Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India and at any adjournment thereof.

Member/s Proxy Name (in Block letters): .....

Member/s Proxy's Signature

- Note : 1. Please fill this attendance slip and hand it over at the entrance of the meeting hall.  
 2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.  
 3. Authorized Representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

Form No. MGT-11

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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./Client Id : ..... DP ID: .....

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

1. Name : ..... Address: .....

..... E.mail ID: ..... Signature: ..... or failing him

2. Name : ..... Address: .....

..... E.mail ID: ..... Signature: ..... or failing him

3. Name : ..... Address: .....

..... E.mail ID: ..... Signature: ..... as my/our

proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company to be held on Friday, the 29<sup>th</sup> day of September, 2017 at 11:00 AM at Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India and at any adjournment thereof in respect of such Resolutions as are indicated below:

Sr.No.	Ordinary Business	Optional*	
		For	Against
1.	To adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2017		
2.	To Re-appoint Mr. Pawan Kumar Agarwal (DIN No. 01056455), Director who retires by rotation		
3.	To ratify the appointment of auditors M/s Padam Dinesh & Company, Chartered Accountants (FRN : 009061N) of the Company and to fix their remuneration		

Signed this ..... day of ..... 2017

Signature of Proxy holder(s)

Signature of the shareholder

Affix revenue stamp

- Note:** 1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.  
 2. For Resolutions, Explanatory Statements and Notes, please refer to the Notice of 32<sup>nd</sup> Annual General Meeting of the Company.  
 3. It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the, 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.  
 4. Please complete all details including details of Member(s) in above box before submission.