



NIF PRIVATE LIMITED

## NOTICE

Notice is hereby given that the 15<sup>th</sup> Annual General Meeting of the Members of the Company will be held on 30<sup>th</sup> day of September, 2022 at 5.00 P.M. at 119, 120 & 121, Block P & T, Fazal Ganj, Kalpi Road, Kanpur-208012, the Registered Office of the Company, to transact following businesses:

### ORDINARY BUSINESSES:

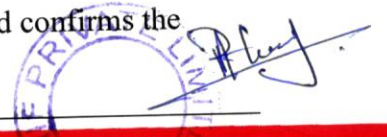
1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, together with the Reports of the Board of Directors and Auditors thereon.
2. To Appoint M/s. R. MOHLA & Co., Chartered Accountants (Firm Registration No. 003716C) as the Statutory Auditors of the Company and to fix their remuneration and in this regard 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 all applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force and on the recommendation of the Board of Directors of the Company, M/s. R. MOHLA & Co., Chartered Accountants (Firm Registration No. 003716C), Kanpur, be and are hereby appointed as the Statutory Auditors of the Company in place of M/s. Tandon & Mehendra, Chartered Accountants for the term of 5 (Five) consecutive years from the conclusion of 15<sup>th</sup> Annual General Meeting till the conclusion of 20<sup>th</sup> Annual General Meeting to be held in the Year 2027 on such remuneration and other expenses as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.”

### SPECIAL BUSINESS

3. To ratify the remuneration of the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2023 and, in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), as amended from time to time, the Company hereby ratifies and confirms the



**Corporate Office : Plot No. 124, Sector - 44, Gurugram - 122003 (HARYANA)**

Phone : +91-124-2544186 to 88, 7518204740-41, 7233808503-504

Regd. office : 119-121(Part), Block P & T, Fazal Ganj, Kalpi Road, Kanpur-208012 (U.P.) Ph.: 0512-2221201 to 205 Fax : 2221229-30, E-mail : info@nirpl.com


CIN-U74900UP2007PTC034107



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remuneration of Rs. 2,00,000/- (Rupees Two Lakhs Only) plus applicable taxes and reimbursement of out of pocket expenses payable to M/s Jitender, Navneet & Co., Cost Accountants (Firm Regn. No. 000119), Delhi, who were appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2022-23.”

BY ORDER OF THE BOARD  
FOR NIF PRIVATE LIMITED

  
AJAY KUMAR PANDEY  
(COMPANY SECRETARY)  
Membership No.- FCS 10059

DATE : 05/09/2022

PLACE: Gurugram

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/ HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.  
Proxies in order to be effective must be deposited at the registered office of the Company not less than 48 hours before the time of the meeting.
2. In terms of Section 105 of the Companies Act 2013 read with Rule 19 of the Companies (Management and Administration) Rule, 2014 a person can act as 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 as single person as proxy and such person shall not act as a proxy for any other shareholder.
3. Corporate Members intending to send their authorized representative (s) to attend the Annual General Meeting are requested to forward a certified copy of Board Resolution under section 113 of the Companies Act, 2013 together with the specimen signature(s) of the representative(s) authorized under the said Board resolution to attend and vote at the Annual General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
4. Members/Proxies should bring the attend slip duly filled for attending the meeting.
5. Attendance slip and proxy form of the Meeting are annexed hereto.

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6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
7. The Notice of Annual General Meeting for financial year 2021-2022, is available on the website of the Company at [www.namasteindiafoods.com](http://www.namasteindiafoods.com).
8. Any query relating to Annual Accounts or operations of the Company must be sent to the Company Secretary at the Registered office of the Company at least seven days before the date of the Meeting.
9. A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting in annexed thereto.



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**ANNEXURE TO NOTICE**

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

**ITEM NO. 3**

The Company is required to have the audit of its Cost records of its Skimmed Milk Powder and Dairy Whitener division, conducted by a Practicing Cost Accountant under Section 148 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules, 2014 ("the Rules").

The Board has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2023 at the remuneration of Rs. 2,00,000/- (Rupees Two Lakhs only) plus applicable taxes & reimbursement of out of pocket expenses payable to M/s Jitender Navneet & Co., Cost Accountants, (Firm Registration No. 000119), Delhi. The remuneration payable to the Cost Auditor needs to be ratified by the members accordingly the Board of Directors recommends the resolution as set out at Item No. 3 of the accompanying Notice for the approval by the members of the Company as an ordinary resolution.

None of the Directors of the company or their relatives, Key managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in proposed resolution at the Item No. 3 of the accompanying notice.

BY ORDER OF THE BOARD  
FOR NIF PRIVATE LIMITED

  
AJAY KUMAR PANDEY  
(COMPANY SECRETARY)

Membership no. -FCS 10059

Date : 05/09/2022

Place : Gurugram

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