

Notice for 11th (Eleventh) Annual General Meeting

NOTICE is hereby given that the 11th (Eleventh) Annual General Meeting (**'AGM'**) of the Members of National Capital Region Transport Corporation Limited (**'the Corporation'**) will be held at shorter notice on **Friday, September 13, 2024 at 10:45 a.m.** at Conference Room #123 C, MoHUA, Nirman Bhawan, New Delhi-110023 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following businesses: -

Ordinary Business:

Item No. 1 - Adoption of Audited Standalone and Consolidated financial statements

To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Corporation for the financial year ended on 31st March, 2024, together with Reports of the Board, the Auditors thereon and the comments of the Comptroller and Auditors General of India and to pass the following resolution as an **Ordinary Resolution**:

"Resolved that the Audited Standalone and Consolidated financial statements for the year ended on 31st March, 2024 together with Reports of the Board, Auditors and the comments of the Comptroller and Auditor General of India on the financial statements (Standalone and Consolidated) be and are hereby received, noted, considered and adopted."

Item No. 2 - Authorisation to the Board of Directors for fixing the remuneration of the Statutory Auditors and pass the following resolution as an **Ordinary Resolution**:

"Resolved that pursuant to the provisions of the Companies Act, 2013, Board of the Corporation be and are hereby authorized to determine and fix the remuneration of the Statutory Auditors as appointed by the Comptroller and Auditor General of India for the financial year 2024-25."

By order of the Board
For National Capital Region Transport Corporation Ltd.

Date: 03.09.2024
Place: New Delhi


Vijay Kumar
Company Secretary
FCS-7801

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To,

Distribution:

(With a request to make it convenient to attend the AGM)

1. All the Members of NCRTC
2. All the Board Members of NCRTC
3. M/s Shyam Sunder Singhal & Co., Chartered Accountants, Statutory Auditors of NCRTC
4. M/s Shifa Badri & Associates, Company Secretaries, Secretarial Auditors of NCRTC

Notes: -

1. The Ministry of Corporate Affairs ('MCA'), Government of India, vide circular dated 25th September, 2023 read with its preceding circulars issued in April 2020, May 2022 and December 2022 (Collectively referred to as '**Circulars**') permitted the companies, to conduct their Annual General Meeting (AGM) through VC or OAVM upto 30th September 2024.
2. In compliance with the provisions of the Companies Act, 2013 ('**Act**') and the MCA Circulars, the Corporation is providing an option to its Members, Directors, Statutory and Secretarial Auditors to attend the AGM through VC/OAVM. Accordingly, the AGM of the Corporation is being held through VC/OAVM. The Corporation will provide VC/OAVM facility to them for participating at the AGM.
3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Members may participate in the AGM through VC/OAVM from their respective locations and the said participation of the Members will be reckoned for the purpose of quorum.
4. Documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Corporation during normal business hours (09:30 am to 06:00 pm) on all working days except Saturdays and Sundays (including Public Holidays) up to the date of the Annual General Meeting.
5. Pursuant to the provision of Section 189(4) of the Companies Act, 2013, the registers required to be kept open for inspection at every General Meeting of the Corporation, shall be accessible during the continuance of the meeting to any person having the right to attend the meeting.
6. Pursuant to Section 139 read with Section 142 of the Act, the Statutory Auditors of the Corporation are appointed by the Comptroller and Auditor General of India. However, the remuneration of the auditors shall be fixed by the Corporation at the Annual General Meeting. Members may authorise the Board to determine and fix suitable remuneration payable to the Auditors for the financial year 2024-25 after taking into consideration any change(s), if any, in the scope of assignments due to statutory requirements/volume of work/inflation index.
7. In compliance with the MCA Circulars, notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to the Members. Physical copy of Notice and/or Annual Report will be sent to the Members on specific request, if received.

8. Board's Report and the Audited Standalone and Consolidated Financial Statements of the Corporation along with Financial Statements of NCRTC Express Transit Limited (A wholly owned Subsidiary of NCRTC) for the financial year ended March 31, 2024, are enclosed.
9. Members are requested to provide their consent to convene the proposed Annual General Meeting at shorter notice (in the form attached separately addressing to each member) to the Company prior to the proposed time for the annual general meeting.
10. General instructions for accessing and participating in the AGM through VC/OAVM facility are as under:
 - a. Members will be provided with a facility to attend the AGM through VC/OAVM through the Microsoft teams meeting Platform vide this link:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_ZDVmOTc0YzEtNmQ2YS00ZTE2LThiZTAtODc0ZGE3MTNmNTcx%40thread.v2/0?context=%7b%22Tid%22%3a%22dc1de071-872f-4011-a7a3-99bbe5572151%22%2c%22Oid%22%3a%22751e96fd-7915-4ff0-afa5-f9dc5fe59e36%22%7d
 - b. Members can join the meeting 15 minutes prior to the scheduled time.
 - c. Members are encouraged to join the Meeting through Laptops/IPads for better experience.
 - d. Further, Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
 - e. Please note that participants connecting from mobile devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is, therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - f. Members who would like to express their views/ask questions during the meeting may raise their hands and speak with the permission of the Chairman.

Form No. MGT -11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : **U60200DL2013GOI256716**
Name of the Company : **National Capital Region Transport Corporation Ltd.**
Registered office : **NCRTC's Corporate Office, GatiShakti Bhawan, INA, New Delhi-110023**

Name of the Members (s):
Registered Address:
E-mail Id:
Folio No/Client Id:
DP ID:

I/We, being the Member (s) of.....Equity Shares of National Capital Region Transport Corporation Limited, hereby appoint
Name:-----, Address: -----, E-Mail Id:-----
Signature:-----, or failing him/her as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **11th Annual General Meeting (AGM)** of National Capital Region Transport Corporation Limited to be held on **Friday, September 13, 2024 at 10:45 a.m.** at Conference Room #123 C, MoHUA, Nirman Bhawan, New Delhi-110023 through Video Conferencing/Other Audio-Visual Means and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting as are indicated below:

Item #	Ordinary Business - Ordinary Resolution
1.	Adoption of Audited Standalone and Consolidated financial statements together with Board's Report, Auditor's Report & CAG Comments on 31st March, 2024
2.	To authorise the Board for fixation of remuneration of the Statutory Auditors for the financial year 2024-25

Signed thisday of.....2024

Signature of shareholder

Signature of Proxy holder (s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Corporation, not less than 48 hours before the commencement of the Meeting.

Attendance Slip

I hereby record my presence at the **11th Annual General Meeting** of the National Capital Region Transport Corporation Limited ('the Corporation') to be held on **Friday, September 13, 2024 at 10:45 a.m.** at Conference Room #123 C, MoHUA, Nirman Bhawan, New Delhi-110023 through Video Conferencing /Other Audio-Visual Means:

Name of the Shareholder _____

Name of the Proxy _____

(To be filled if the proxy attends, instead of the shareholders)

Ledger Folio No. _____ No. of shares held _____

Signature of the Shareholder/ Proxy _____

Route Map

