



कैपेक्सिल CAPEXIL

(Sponsored by Ministry of Commerce & Industry Govt. of India)

(वाणिज्य एवं उद्योग मंत्रालय, भारत सरकार)

Registered & Head Office

Vanijya Bhavan, International Trade Facilitation Centre, 1/1, Wood Street, 3rd Floor, Kolkata-700 016

Tel : +91-33-2289-1721/22/23/25, Fax : +91-33-2289-1724

E-mail : capexil@capexil.in, Website : www.capexil.org, CIN : U36900WB1958NPL023786

Ref.: CAPEXIL/HO/Admin/65th AGM/90

04th December, 2023

NOTICE TO THE MEMBERS OF CAPEXIL

NOTICE is hereby given that the 65th Annual General Meeting of the Members of CAPEXIL will be held on Friday, 29th December, 2023 at 12.00 Noon at Banquet Pine Hall, The Park Hotel, 17, Park Street, Kolkata - 700016 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements as at 31st March, 2023 together with the Member of CoA's Report and Auditors' Report thereon.

SPECIAL BUSINESS

2. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and relevant rules framed thereunder, not to fill the vacancy caused by Retirement of Panel Chairman due to direction of the Ministry of Commerce and Industry to put on hold all elections and status quo to be maintained till further directive from the Ministry.

RESOLVED FURTHER THAT the COA of the Council be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Committee of Administration

V. R. Chitalia

Director

Place : Mumbai

Dated: 04th December, 2023

Registered Office:

CAPEXIL

CIN - U36900WB1958NPL023786

Vanijya Bhavan, International Trade Facilitation Centre,

1/1, Wood Street, 3rd floor, Kolkata – 700 016

Notes:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. Attendance Slip, proxy form and the route map of the venue of the meeting are annexed hereto.
3. A member entitled to attend and vote at the General Meeting (“meeting”) is entitled to appoint one or more proxies to attend and vote on a poll instead of himself /herself and the proxies need not be a member of the Council.
4. Members intending to send their authorized representatives to attend the Meeting are requested to send to the Council a certified true copy of the Board Resolution/ Authorized Letter authorizing their representative to attend and vote on their behalf at the Meeting.
5. For convenience of the members and for proper conduct of the meeting, entry to the place of the meeting will be regulated by way of Attendance Slip. Members are requested to bring their Attendance Slip, sign the same at the place provided and hand it over at the entrance of the venue.
6. As per the Companies Act, 2013 and rules made thereunder, the Notice of Annual General Meeting along with the Attendance Slip are also being sent by electronic mode to all the members whose email IDs are registered with Council. Members are also requested to register/update their email addresses, with the Council.
7. Members may please note that the Notice of the Annual General Meeting and the Annual Report for the FY 2022-23 will also be available on the Council's website www.capexil.org.
8. Mr. Malay M Shah, Practicing Company Secretary (Membership No F10867) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner, whose e-mail address is csmalayshah@gmail.com.
9. An Ordinary Member (or his authorized representative) shall alone be entitled to vote at the Annual General Meeting of the Council. An Associate Member is only entitled to attend the Annual General Meeting of the Council. Associate Member will not be entitled to cast vote.
10. Quorum for an Annual General Meeting shall be as per the provision of section 103 of the Companies Act, 2013.

General Instruction:

- a. The e-voting period commences on December 26, 2023 (9.00 a.m.) and ends on December 28, 2023 (5.00 p.m.). The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the members, the members shall not be allowed to change it subsequently.
- b. E-voting facility shall not be available at the venue of AGM for the better compliances of Para 2.78 of Foreign Trade Policy '2023 and to maintain a fair and transparent process of election. However, poll facility is available for aforesaid resolutions/items.
- c. The Results shall be declared within 48 hours after conclusion of the AGM of the Council. The Results declared along with the Scrutinizer's Report shall be placed on the Council's website www.capexil.org and on the website of CDSL www.evotingindia.com within 2 (two) days of passing of the resolutions at the AGM of the Council.

Steps for e-voting:

The instruction for Members voting electronically are as under :

1. The voting period begins on December 26, 2023 (9.00 a.m.) and ends on December 28, 2023 (5.00 p.m.). The e-voting module shall be disabled by CDSL for voting thereafter.
2. The Members should log on to the e-voting website:- www.evotingindia.com.
3. Click on Members.
4. Now enter your Member Code/User ID provided by CDSL.
5. Next enter the image verification as displayed and click on Login.
6. Now put the Sequence number 1 provided by CDSL in PAN Field.

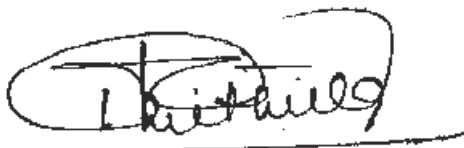
7. Now put Sequence Number 2 provided by CDSL in Bank details field.
 8. After entering these details appropriately, click on “SUBMIT” tab.
 9. Members will then directly reach the Company selection screen.
 10. For Members, the details can be used only for e-voting on the resolutions contained in this Notice.
 11. Click on the relevant EVSN for the **Capexil** on which you choose to vote.
 12. On the voting page, you will see “LIST OF THE MEMBERS TO BE VOTED ON” and against the same the option for radio button for voting. Select the required members as desired. Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.
 13. After selecting the resolution, you have decided to vote 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.
 14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No 2

As per Section 152 (7) of the Companies Act, 2013, the Members of the Council shall expressly resolve not to fill the vacancy caused by Retirement of Panel Chairman due to pending of election due to the instructions from the Ministry to keep the elections for Committee of Administration on hold and status quo to be maintained till further directive from the Ministry.

By order of the Committee of Administration



V. R. Chitalia

Director

Place : Mumbai

Dated: 04th December, 2023

Registered Office:

CAPEXIL

CIN - U36900WB1958NPL023786

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ATTENDANCE SLIP

CAPEXIL

65TH ANNUAL GENERAL MEETING –FRIDAY, 29TH DECEMBER, 2023 AT 12 NOON.

Name of the Member-firm.

Membership No.

Name of Panel Representing

I certify that I am a member/ representative of a member of the Council.

I hereby record my presence at the 65th Annual General Meeting of the Council held at 12.00 Noon at Banquet Pine Hall, The Park Hotel, 17, Park Street, Kolkata – 700016.

.....

Name of the member/ representative

(in BLOCK letters)

.....

Signature of the member/ representative

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall.



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FORM NO. MGT-11

PROXY FORM

65th ANNUAL GENERAL MEETING

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

CAPEXIL

Name of Member

Registered Address:

E-mail ID (IF ANY):

Membership No

I being the member of CAPEXIL hereby appoint:

1. Name: _____

Address: _____

E-mail ID: _____, or failing him: _____

Signature

2. Name: _____

Address: _____

E-mail ID: _____, or failing him: _____

Signature

As my proxy to attend and vote (on a Poll) for my behalf at the 65th Annual General Meeting of the Council held at 12.00 Noon at Banquet Pine Hall, The Park Hotel, 17, Park Street, Kolkata – 700016.

Signed this _____ day of _____ 2023

Signature of Member _____

Affix
Revenue
Stamp

Notes:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. The proxy need not to be the member of the Company.
3. All alterations made in the form of proxy should be initialed.

ROUTE MAP

VENUE OF THE ANNUAL GENERAL MEETING OF CAPEXIL TO BE HELD ON FRIDAY, 29TH DECEMBER, 2023 AT 12.00 NOON

VENUE ADDRESS: Banquet Pine Hall, The Park Hotel, 17, Park Street, Kolkata - 700016

