

## NOTICE

**NOTICE IS HEREBY GIVEN** that the 24<sup>th</sup> Annual General Meeting (“AGM”) of the members of Millennium Engineers and Contractors Private Limited (Formerly Known as Millennium Engineers and Contractors Limited (Formerly Known as Millennium Engineers and Contractors Private Limited)) (“the Company”) will be held on Saturday, the 30<sup>th</sup> day of September, 2023 at 11.00 a.m. (I.S.T.) at the Registered Office of the Company at Elite Transbay, Office No.501 to 504, 3, H. No. 22 & 23, Near Mitcon Road, Balewadi Pune- 411 045, Maharashtra to transact the following businesses:

### Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare a Final Dividend on Equity Shares for the Financial Year 2022-23.

### Special Business:

#### 3. Ratification of Remuneration to Cost Auditor

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 other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s Dhananjay V. Joshi & Associates, Cost Accountants (Firm Registration No. 000030), who have been appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024, on a remuneration of Rs. 1,50,000.00 (Rupees One Lakh Fifty Thousand only) plus taxes as applicable and reimbursement of out of pocket expenses incurred in connection with the audit, be and is hereby ratified;

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

### Regd. Office:

Elite Transbay, Office No.501 to 504, 3, H.  
No. 22 & 23, Nr. Mitcon Road, Balewadi  
Pune- 411045, Maharashtra  
Place: Pune  
Date: September 25, 2023

### By order of the Board

**For Millennium Engineers and Contractors Private  
Limited (Formerly Known as Millennium Engineers and  
Contractors Limited)**

**M. B. Nambiar**

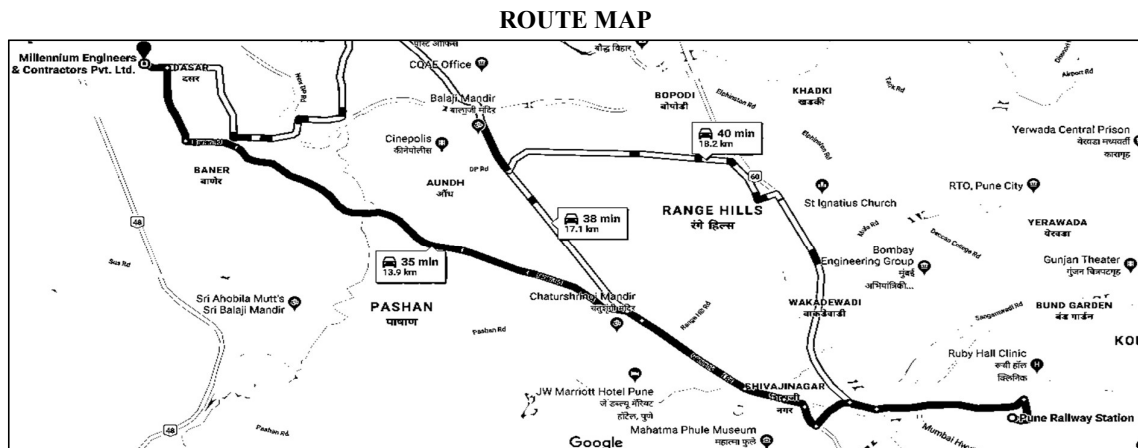
Chairman and Whole-time Director

DIN:00111540

Address: B-26 Kumar Elixir S. No. 267/7/1 Near Hotel Green  
Park, Baner Road, Pune-411045, Maharashtra

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The instrument appointing the proxy must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is attached and forms part of this notice.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
7. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
8. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, between 10.00 a.m. and 12.00 Noon up to the date of the Meeting.
9. Pursuant to Secretarial Standard 2 (SS-2) issued by the Institute of Company Secretaries of India, the route map for reaching the meeting venue is annexed to the notice.



## EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 6

The Company is required to have its costs records audited by a Cost Accountant in practice. Accordingly, the Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment of M/s. Dhananjay V. Joshi & Associates, Cost Accountants, (Firm Registration Number 000030), as Cost Auditors of the Company for conducting the audit of the cost records of the Company, for the Financial Year ending March 31, 2024 at a remuneration of Rs. 1,50,000.00 (Rupees One Lakh Fifty Thousand only) plus applicable taxes and re-imbursalment of outof- pocket expenses incurred by the Cost Auditors in connection with the aforesaid audit. Pursuant to Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, members of the Company are required to ratify the remuneration proposed to be paid to the Cost Auditors.

Accordingly, consent of the Members is sought for passing the Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors. The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members. None of the Directors, Key Management Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise, in the Resolution.

#### Regd. Office:

Elite Transbay, Office No.501 to 504,  
3, H. No. 22 & 23, Nr. Mitcon Road,  
Balewadi Pune- 411045, Maharashtra

#### By order of the Board

For Millennium Engineers and Contractors Private Limited  
(Formerly Known as Millennium Engineers and Contractors  
Limited)

Place: Pune

Date: September 25, 2023

**M. B. Nambiar**

Chairman and Whole-time Director

DIN:00111540

Address: B-26 Kumar Elixir S. No. 267/7/1 Near Hotel Green Park,  
Baner Road, Pune-411045, Maharashtra

**Millennium Engineers and Contractors Private Limited  
(Formerly Known as Millennium Engineers and Contractors Limited)**

**CIN:U45202PN1999PTC013609**

**Registered Office:** Elite Transbay, Office No.501 to 504, Sr. No.3, H. No. 22 & 23, Nr. Mitcon Road, Balewadi  
Pune- 411 045, Maharashtra

**ATTENDANCE SLIP**

**Annual General Meeting, Saturday, 30<sup>th</sup> September, 2023 at 11.00 a.m.**

Membership Folio Number	
Name of the attending Member (in Block Letters)	
Number of Shares held	
Name of Proxy (in Block Letters) [to be filled in if Proxy attends instead of the Member(s)]	

I certify that I am a member/proxy for the member of the Company.

I hereby record my presence at the 24<sup>th</sup> Annual General Meeting of the Members of the Company being held on Saturday, the 30<sup>th</sup> day of September, 2023 at 11.00 a.m. (I.S.T.) at the Registered Office of the Company at Elite Transbay, Office No.501 to 504, 3, H. No. 22 & 23, Nr. Mitcon Road, Balewadi Pune- 411 045, Maharashtra.

\_\_\_\_\_  
Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall. Members/Proxy holders are requested to bring their copies of the Annual Report with them to the Annual General Meeting.



**MILLENNIUM**  
ENGINEERS & CONTRACTORS PVT. LTD.  
Formerly known as Millennium engineers and contractors limited

**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]

**Millennium Engineers and Contractors Private Limited**  
**(Formerly Known as Millennium Engineers and Contractors Limited)**

**CIN:U45202PN1999PTC013609**

**Registered Office:**Elite Transbay, Office No.501 to 504, Sr. No.3, H. No. 22 & 23, Nr. Mitcon Road, Balewadi  
Pune- 411 045, Maharashtra

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

I/ We being the Member(s) of above named Company holding \_\_\_ shares hereby appoint

1. Name: \_\_\_\_\_, Address: \_\_\_\_\_, E-mail Id: \_\_\_\_\_, or failing him,
2. Name: \_\_\_\_\_, Address: \_\_\_\_\_, E-mail Id: \_\_\_\_\_, or failing him,
3. Name: \_\_\_\_\_, Address: \_\_\_\_\_, E-mail Id: \_\_\_\_\_,

as my Proxy to attend and vote (on a poll) for me and on my behalf at the 24<sup>th</sup> Annual General Meeting of the Members of the Company, to be held on Saturday, the 30<sup>th</sup> day of September, 2023 at 11.00 a.m (I.S.T.) at the Registered Office of the Company at Elite Transbay, Office No.501 to 504, 3, H. No. 22 & 23, Nr. Mitcon Road, Balewadi Pune- 411 045, Maharashtra and/ or at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Particulars	For	Against
	<b>Ordinary Business:</b>		
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors		
2.	To consider and declare Final Dividend on Equity Shares		
3.	To appoint a Director in place of Mr. M. B. Nambiar (DIN: 00111540), Whole Time Director who retires by rotation and being eligible, offers himself for re-appointment		
	<b>Special Business:</b>		
6.	Ratification of Remuneration to Cost Auditor		

Signed this..... day of..... 2023

Signature of Member

Signature of Proxy holder(s) \_\_\_\_\_

Affix Re. 1/-  
revenue  
stamp & sign



**MILLENNIUM**  
ENGINEERS & CONTRACTORS PVT. LTD.  
Formerly known as Millennium engineers and contractors limited

**Notes:**

- (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) **A Proxy need not be a member of the Company.**
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (5) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.