

# NEIL INDUSTRIES LIMITED

CIN: L51109WB1983PLC036091

R/O: 88B, (Ground Floor), Lake View Road, Kolkata-700029

Corporate Office: 14/113, Civil Lines, 402-403, Kan Chambers, Kanpur-208001

**E Mail: [neilil@rediffmail.com](mailto:neilil@rediffmail.com)**

**Ph:** Corp Office: 0512- 2303325 **WEB:** [www.neil.co.in](http://www.neil.co.in)

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## **NOTICE OF THE 1<sup>ST</sup> BOARD MEETING OF THE COMPANY FOR THE FINANCIAL YEAR 2019-2020**

Date: 17.04.2019

To,  
The Board of Directors,

1. **Mr. Arvind Kumar Mittal** Add: 2A/220, Azad Nagar, Kanpur-208002
2. **Mr. Vivek Awasthi**, Add: 128/348, K. Block, Kidwai Nagar, Kanpur-208011
3. **Mr. Rajesh Bajpai**, Add: R/33 Block No. 13 Ramasre Nagar,  
Govind Nagar, Kanpur-208006
4. **Mrs. Pinki Yadav**, Add: 15/137, Civil Lines, Kanpur-208001
5. **Mr. Chandra Kant Dwivedi**, Add: 117/815-A, M Block, Kakadev, Kanpur-208001

Dear Sirs/ Madam,

This is to inform you that the meeting of the Board of Directors of the Company will be held on Thursday, the 25<sup>th</sup> day of April, 2019 at 01:00 P.M. at the Corporate Office of the Company at 14/113, Civil Lines, 402-403, Kan Chambers, Kanpur-208001.

The agenda of the business to be transacted at the meeting is enclosed.

You are requested to make it convenient to attend the Meeting.

For NEIL INDUSTRIES LIMITED

**SD/-**

**Amanpreet Kaur**

**(Company Secretary & Compliance Officer)**

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**AGENDA OF THE 1<sup>ST</sup> MEETING OF THE BOARD OF DIRECTORS OF NEIL INDUSTRIES LIMITED FOR THE FINANCIAL YEAR 2019-2020, TO BE HELD ON THURSDAY, 25<sup>TH</sup> DAY OF APRIL, 2019 AT 01:00 P.M. AT THE CORPORATE OFFICE OF THE COMPANY AT 14/113, CIVIL LINES, 402-403, KAN CHAMBERS, KANPUR-208001:**

1. To take note of Disclosure of Interest by the Directors.
2. To appoint the Internal Auditor of the Company.
3. To take declaration from all the Directors of the Company in regard to Non Acceptance of Deposits from the public as per the Circular issued by RBI.
4. Appointment of Secretarial Auditor of the Company
5. Reconstitution of Nomination & Remuneration Committee.
6. To transact any other item with the permission of the chair.

Yours faithfully,

For **NEIL INDUSTRIES LIMITED**

SD/-

**Amanpreet Kaur**

**(Company Secretary & Compliance Officer)**

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## **NOTES TO AGENDA OF THE 1<sup>ST</sup> MEETING OF THE BOARD OF DIRECTORS OF NEIL INDUSTRIES LIMITED FOR THE FINANCIAL YEAR 2019-2020, TO BE HELD ON THURSDAY, 25<sup>TH</sup> DAY OF APRIL, 2019 AT 01:00 P.M. AT THE CORPORATE OFFICE OF THE COMPANY AT 14/113, CIVIL LINES, 402-403, KAN CHAMBERS, KANPUR-208001:**

### **AGENDA TO ITEM 1**

As per the provisions of Section 184(1) of the Companies Act, 2013, the directors are requested to make disclosures in form MBP-1 to the Company at the first board meeting in every financial year. Hence a meeting of the Board of the Directors of the Company is proposed on the aforementioned date to comply with the requirements of the above provision.

### **AGENDA TO ITEM 2**

As per the provisions of Section 138(1) of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, every listed company shall be required to appoint an Internal Auditor to conduct internal audit of the function and activities of the Company. Hence a meeting of the Board of the Directors of the Company is proposed on the aforementioned date to comply with the above provision and to appoint Ms. Amanpreet Kaur, Company Secretary & Compliance Officer of the company to act as the Internal Auditor of the Company for the financial year 2019-20.

### **AGENDA TO ITEM 3**

In terms of Master Direction - Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016:

Every non-deposit accepting NBFCs should pass in the meeting of its board of directors within thirty days of the commencement of the next financial year and each subsequent financial year, a resolution to the effect that the company has neither accepted public deposit nor would accept any public deposit during the year. Hence a meeting of the Board of the Directors of the Company is proposed on the aforementioned date to comply with the above provision.

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## AGENDA TO ITEM 4

Section 204(1) of the Companies Act, 2013 mandates secretarial audit for every listed company, and only a member of Institute of Company Secretaries of India holding certificate of practice (company secretary in practice) can conduct Secretarial Audit and furnish Secretarial Audit Report to the Company. Hence a meeting of the Board of the Directors of the Company is proposed on the aforementioned date to comply with the above provision to appoint M/s V. Agnihotri & Associates, Practicing Company Secretaries as a Secretarial auditor of the Company for the year 2019-20.

## AGENDA TO ITEM 5

Mr. Rajesh Bajpai, Non Executive Independent Director of the Company is a member of the Nomination and Remuneration Committee in order to comply with the requirement of Regulation 19 of SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013. However due to some other commitments of Mr. Rajesh Bajpai, Sometimes he is unable to attend the Meetings of the Board and Committee which may further affect the quorum of the Board and the Committee. Keeping in mind the Availability and regularity of Mr. Chandra Kant Dwivedi, Non Executive Director of the Company in almost every Board Meeting and keeping into the account the purpose of Quorum of the Nomination and Remuneration Committee, Mr. Chandra Kant Dwivedi is proposed to be appointed as the member of the Committee in place of the Existing member i.e. Mr. Rajesh Bajpai. Hence a meeting of the Board of the Directors of the Company is required in order to take on record and approve the proposed reconstitution.

Yours faithfully,

For **NEIL INDUSTRIES LIMITED**

SD/-

**Amanpreet Kaur**

**(Company Secretary & Compliance Officer)**