

**KANDLA CUSTOM BROKERS ASSOCIATION**

**(CIN: U74999GJ2018NPL105153)**

**Registered Office:** Plot No. 71, Sector 8, Room No. 7, Chamber of Commerce Building,  
Gandhidham - 370 201 (Kutch)

**Email:** office@kcba.org.in **Phone:** 02836 227435 **Website:** kcba.org.in

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**NOTICE OF 5<sup>TH</sup> ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 5<sup>th</sup> Annual General Meeting (AGM) of the members of Kandla Custom Brokers Association is scheduled to be held on Tuesday, 12<sup>th</sup> September, 2023 at 6:00 p.m. at Hotel Shiv Grand situated at Plot No. 32, Sector 8, Near B. M. Petrol Pump, Gandhidham - 370 201 (Kutch) to transact the following business:

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**ORDINARY BUSINESSSES:**

**1: Adoption of Financial Statements**

To receive, consider and adopt Audited Balance Sheet as on 31<sup>st</sup> March, 2023 and Statement of Income & Expenditure and Cash Flow Statement for the year ended on that day along with the Directors' and Auditor's Report thereon.

**2: Election of Members of Managing Committee in place of retiring members**

All 12 members of the Managing Committee shall retire by rotation on conclusion of 5<sup>th</sup> AGM. Accordingly nominations to fill the vacancies are invited from the interested candidates in accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company. Members are requested to refer Note No. 7 herein below.

**By Order of the Board of Directors**  
For, Kandla Custom Brokers Association

**Date:** 10/08/2023  
**Place:** Gandhidham

**Dineshchand Gupta** - Director (President)  
(DIN: 00469663)

**NOTES:**

- (1) The members entitled to attend and vote at the meeting are entitled to appoint his/its proxy to attend and vote at the meeting. However only the member or his/its representative shall be eligible to be appointed and act as proxy. One person cannot act as proxy of more than one member. Proxy shall have right to vote only when voting take places by ballot and not in case of show of hands. Proxy to be valid must reach at the registered office of the Company at least 48 hours before the meeting. Blank proxy form (MGT - 11) is attached herewith.**
- (2) Members are requested to note that AGM shall commence sharp at 6:00 p.m. Members are requested to occupy the seat on or before 5:55 p.m.**

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- (3) Minutes of the previous AGM Meeting shall be read out at the meeting.
- (4) Attendance Slip is sent herewith. Members are requested to bring duly filled up attendance slip and to hand over the same at the meeting venue.
- (5) Route map of the Meeting venue is sent herewith.
- (6) Members desirous for any information or queries on accounts/financial statements or relating thereto are requested to send their queries at least 3 days in advance to the Company at its registered office address or at email address of the Company at **office@kcba.org.in** to enable the Company to collect the relevant information and answer them at the Meeting.
- (7) **Election for the members of Managing Committee of Kandla Custom Brokers Association (KCBA)**
- (a) All present 12 members of the Managing Committee of KCBA retire by rotation on conclusion of 5<sup>th</sup> Annual General Meeting (AGM) of the Company and the said vacancies shall be filled up by the members at the 5<sup>th</sup> AGM scheduled to be held on 12<sup>th</sup> September, 2023 as per the notice;
- (b) Accordingly nominations are invited from eligible members or Authorised Representatives of the members of KCBA as per the nomination form sent herewith;
- (c) In terms of Section 152 (3) of the Companies Act, 2013 and Article 12 and 17 of the Articles of Association of the Company, either the members of the KCBA or their Authorised Representative or members of erstwhile Kandla Custom House Agents Association preceding the date of adoption of present set of Articles of Association i.e. 14.03.2019 **having valid Director Identification Number (DIN)** shall be eligible to stand as candidate in the upcoming election; Further in terms of Article 44 of the Articles of Association, no member shall be eligible to contest the election or to nominate his/her/its representative to contest the election or to propose or second the candidature of any person unless all sums payable by him to the Company prior to the date of notice of the ensuing AGM have been paid by him to the Company
- (d) In terms of Article 17 of the Articles of Association of KCBA, **deposit of Rs. 10,000 is payable by the candidate along with the nomination form.** However in case nomination is withdrawn or the candidate gets elected or gets at least 25% of the total valid votes cast in respect of the resolution for his election, the deposit shall be refunded within 7 working days from the date of AGM. In other cases, the deposited paid shall be forfeited;

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- (e) Election shall be held for the 12 posts becoming vacant as stated above. In case valid nominations received in respect of 12 or less than 12 posts, the elections shall be held by moving appropriate motion as per the valid nominations received and the candidate shall be declared as elected, if the votes cast in favour of the concerned resolution are more than half of the total valid votes. The vacancies not filled up may be filled up in accordance with the provisions of the Articles of Association of the Company;
- (f) In case the nominations are received from more than 12 candidates, election shall be held by proposing appropriate motion against all valid nominations and those 12 candidates securing highest number of valid votes of total valid votes cast shall be declared as elected subject to condition that votes in favour of the individual candidate is more than half of the total valid votes cast;
- (g) The elected candidate shall hold office as director of KCBA or as Managing Committee Member from conclusion of 5<sup>th</sup> AGM until conclusion of 7<sup>th</sup> AGM of KCBA to be held in the year 2025;
- (h) Mr. Narendra Ramani is appointed as Election Officer to conduct the free and fair election. The Managing Committee is of the opinion that he is competent to conduct free and fair election. Decision of the Election Officer in respect of nomination, voting, result of voting and all matters related or incidental to the election shall be final and binding on Managing Committee and all members of KCBA;
- (i) Election may be held either by show of hands or by Ballot Form as may be appropriate and deem fit in the opinion of the Election Officer;
- (j) Blank Nomination Form is being sent along with the notice of AGM. **Members may please take note of the Election Schedule as give below:**

Last day/time for filing nomination for election	29.08.2023 – Tuesday – 6:00 p.m.
Verification of Nomination by Election Officer	30.08.2023 – Wednesday
Last day/time for withdrawal of nomination	31.08.2023 –Thursday – 6:00 p.m.
AGM & Election of Directors	12.09.2023 – Tuesday
Declaration of result at AGM	12.09.2023 – Tuesday

- (k) At the AGM, as many resolutions shall be proposed for approval of the members as the nominations received for election.

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- (l) As per the above schedule, the Managing Committee, if required, will approve the addendum to the notice of Annual General Meeting and will be circulated among the members;
- (m) If any members wants to inspect Articles of Association of KCBA and/or wants to seek any further information as regards the election, may contact at the Registered Office of KCBA, during usual business hours on all days except Sunday and Public Holidays.

## Route map of the Meeting venue

Google Maps The Shiv Grand

