



7TH ANNUAL REPORT 2018-2019

NOTICE

Notice is hereby given that the Seventh Annual General Meeting of the members of Multicube Distributors Limited will be held on Saturday, 28th September, 2019 at 12:00 NOON at the Registered office of the Company at Plot No. 55, F.I.E., Patparganj Industrial Area, Delhi-110092 to transact the following businesses: -

ORDINARY BUSSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year 2018- 2019, including Audited Balance Sheet as at 31st March, 2019, the Statement of Profit & Loss and the Cash Flow Statement for the financial year ended on that date including any explanatory note annexed to, or forming part of, the aforementioned documents, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Ms. Mamta Jindal (DIN: 00085096), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

APPOINTMENT OF MR. RAHUL AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Rahul (DIN: 06873911) be and is hereby appointed as Non-Executive Director (Non Independent) of the Company, with effect from the conclusion of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Companies Act, 2013, be and is hereby appointed as Non-Executive (Non Independent) Director of the Company, whose office is liable to retire by rotation.”

For and on behalf of the Board of Directors

For MULTICUBE DISTRIBUTORS LIMITED

Place: Delhi
Date: 02-09-2019

Sd/-
(ARCHIT JINDAL)
Director
DIN:00085832

Sd/-
(MAMTA JINDAL)
Director
DIN:00085096



7TH ANNUAL REPORT 2018-2019

NOTES:

1.
 - (a) A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the Meeting. The proxy form and route map are enclosed herewith the Notice.
 - (b) Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
 - (c) Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed) to the Meeting.
 - (d) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
 - (e) Members who hold shares in electronic form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.
 - (f) Members are requested to immediately intimate the Registrar and Share Transfer Agents (RTA) of the Company– Alankit Assignments Limited, Alankit Heights , 1E/13 Jhandewalan Extension , New Delhi – 110055 of any change in their address in respect of equity shares held in physical mode and to their Depository Participant (DPs) in respect of equity shares held in electronic form.
 - (g) Particulars of the Director liable to retire by rotation is annexed as “Annexue-1”.
 - (h) Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
 - (I) Statement as required under section 102 of the Companies Act, 2013, in respect of special business is annexed hereto.
2. **Book Closure:** The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, the 25th September, 2019 to Saturday, 28th September, 2019 (both days inclusive) for annual closing.



7TH ANNUAL REPORT 2018-2019

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The tenure of Mr. Rahul as Independent Director expires on the date of upcoming Annual General Meeting. Further the Mandatory Appointment of Independent Director as per Companies Act, 2013 is not applicable on the Company and the Company had in past appointed him as an Independent Director in view of Good Corporate Governance practice.

The Company therefore appoint Mr. Rahul as Non- Executive Director under Non - Independent category as his tenure expires in the current AGM.

In accordance with the provisions of Section 152 of the Companies Act, 2013, appointment of Director requires approval of members. The Board of Directors have proposed that Mr. Rahul be appointed as Non-Executive (Non Independent) Director on the Board, whose office is liable to retire by rotation.

The appointment of Mr. Rahul shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Rahul for the office of Director of the Company. Mr. Rahul is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

None of the Directors and key managerial personnel of the company or their relatives is in any way, interested or connected in this resolution.

The Board recommends this Resolution for your Approval.

ANNEXURE -1

Re-appointment of Ms. Mamta Jindal as a Director liable to retire by rotation:

| Name of the Director | Ms. Mamta Jindal |
|---------------------------------------|--|
| Date of Birth | 18.05.1965 |
| Date of Appointment | 21.09.2012 |
| Director Identification Number (DIN) | 00085096 |
| Qualifications | Bachelor's Degree in Arts. |
| Expertise in specific Functional area | She holds vast experience and expertise in Human Resource. Her efficient administrative skill ensures the company stays on the cutting edge of |



7TH ANNUAL REPORT 2018-2019

| | |
|--------------------------------------|--------------|
| | development. |
| Number of shares held in the Company | 1468300 |

BRIEF RESUME OF THE DIRECTORS SEEKING APPOINTMENT AT THE 7th ANNUAL GENERAL MEETING

ANNEXUE-2

| | |
|---------------------------------------|--|
| Name of the Director | Ms. Rahul |
| Date of Birth | 02.01.1993 |
| Director Identification Number (DIN) | 06873911 |
| Qualifications | Bachelor's Degree in Arts. |
| Expertise in specific Functional area | He is having experience in public relations and Liasoning. |
| Number of shares held in the Company | NIL |

For and on behalf of the Board of Directors

For MULTICUBE DISTRIBUTORS LIMITED

**Place: Delhi
Date: 02-09-2019**

**Sd/-
(ARCHIT JINDAL)
Director
DIN:00085832**

**Sd/-
(MAMTA JINDAL)
Director
DIN:00085096**



7TH ANNUAL REPORT 2018-2019

ROUTE MAP

