

NJC HYDRO POWER LIMITED

CIN : U40101DL2009PLC196998

Registered office: Bhilwara Bhawan, 40-41, Community Centre,
New Friends Colony New Delhi, Delhi-110025

Corporate office: Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.),

Phone: 0120-4390300 (EPBAX), Fax: 0120-2536268

E-mail: ravi.gupta@lnjbhilwara.com,

Website: www.bhilwaraenergy.com, www.njchdropower.com

NOTICE OF 9TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Ninth (9th) Annual General Meeting of the members of the Company will be held on, Friday, 28th September, 2018 at 1:00 PM at S-466, GK –II, New Delhi- 110048 to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited financial statement as at 31st March 2018 for the Company, the Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in the place of Mr. Rishabh Jhunjhunwala (DIN: 03104458), who retires by rotation at this Annual General Meeting and being eligible offers themselves for re-appointment.
3. To appoint a Director in the place of Mr. Om Prakash Ajmera (DIN: 00322834), who retires by rotation at this Annual General Meeting and being eligible offers themselves for re-appointment.

**By order of the Board
For NJC Hydro Power Ltd**

**Place: Noida (U.P.)
Date: 31st August, 2018**

**Ravi Gupta
Company Secretary
M. No.-FCS-5731**

**Registered office
Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony
New Delhi, Delhi-110025**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48-HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A person holding more than ten percent of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. A Proxy form is attached to the notice.
4. Corporate Members intending to send their authorised representative(s) to attend the meeting are requested to send to the Company, a duly certified Board Resolution authorizing the said representative(s) to attend and vote on their behalf at the meeting.
5. The relevant documents accompanying the Notice are open for inspection to the members at the Venue of the meeting of the Company during the normal business hours of the Company upto the date of the meeting.
6. Members seeking any information/clarification with regard to accounts and audit are requested to write to the Company in advance and their queries should reach the Registered Office of the Company at least seven days prior to the date of meeting, so as to enable the Management to keep the information/clarification ready.
7. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.
8. The Notice and annual report of the Company shall be available on the website of the Company www.bhilwaraenergy.com , www.njchdropower.com
9. Route-map to the venue of the Meeting is provided at the end of the Notice of AGM.
10. Disclosure as required under Secretarial Standards (SS-2)- on General Meetings is annexed as Annexure 1 with the Notice of Annual General Meeting.

ANNEXURE-1

INFORMATION PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) REGARDING DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AND/OR FIXATION OF REMUNERATION OF DIRECTORS IS GIVEN HEREUNDER:

S.No	Name of Director	Shri Rishabh Jhunjunwala	Sh. Om Prakash Ajmera
1	DIN	03104458	00322834
2	Category	Non Executive Director	Non Executive Director
3	Date of Birth	16-08-83	22-09-61
4	Age	35 Years	56 Years
5	Date of Appointment on Board	31.03.2011	16.12.2009
6	Qualification	i) Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	FCA, ACS
7	Experience	8 Years	31 Years
8	Expertise in Specific Functional Areas	He has rich experience of Power Sector. He is the Managing Director Bhilwara Energy Limited since August, 2010.	He is a qualified Chartered Accountant and Company Secretary having a rich and a diversified experience of 31 years leading the power sector of the Company.
9	List of other Public Limited/ Private/Others Companies in which Directorship held		
	Public Companies	Bhilwara Energy Limited	i. Chango Yangthang Hydro Power Limited
		NJC Hydro Power Limited	ii. BG Wind Power Limited
		Chango Yangthang Hydro Power Limited	iii. LNJ Financial Services Limited
		BG Wind Power Limited	iv. Indo Canadian Consultancy Services Limited
		Bhilwara Infotechnology Limited	
	Private Companies	i. Odetta Realty Private Ltd.	Odetta Realty Private Ltd.
		ii LNJ Realty Private Limited	
		iii Kings Sports League Private Limited	
	Others	Balephi Jalbidyut Private Ltd. Nepal	Balephi Jalbidyut (P) Ltd. Nepal
		RR Family Advisory and Consulting LLP- Designated Partner	

10	Chairman/Member of Committees of Board of Directors of Company	-	Nomination & Remuneration Committee- Chairman
			Audit Committee- Chairman
11	Chairman/Member of Committees of Board of Directors of other Company		
12	Audit Committee	-	Chango Yangthang Hydro Power Limited
			BG Wind Power Limited
13	Stakeholder Relationship Committee	-	-
14	Nomination & Remuneration Committee	-	Chango Yangthang Hydro Power Limited
			BG Wind Power Limited- Chairman
10	No. of Equity Share held in the Company	-	1 (One) (Being the beneficial Shareholder along with Bhilwara energy Limited)
15	No. of Board Meetings attended during the year	4 (Four) out of 4 (Four)	4 (Four) out of 4 (Four)
16	Terms and Conditions of appointment/reappointment along with remuneration sought to be paid	Non Executive Director liable to retire by rotation with No Remuneration	Non Executive Director liable to rotation with No Remuneration
17	The Remuneration last drawn	NIL	NIL
18	Relationship with other directors, Manager and Key Managerial Personnel	Shri Riju Jhunjhunwala is brother of Shri Rishabh Jhunjhunwala	None

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ATTENDANCE SLIP

Folio / Client ID No. _____ No. of Shares held _____

Full Name of Shareholder _____

Full Name of Proxy / Representative _____

I hereby record my presence at the 9th Annual General Meeting of the Company held on Friday, 28th September, 2018 at 1:00 PM at S-466, GK –II, New Delhi- 110048 and / or at any adjournment thereof.

Signature of shareholder / proxy / representative _____

Note : Please fill in this attendance slip and hand it over at the venue.

* Strike out whichever is not applicable.

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PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

<p>Name of the member (s) :</p> <p>Registered address :</p> <p>E-mail Id :</p> <p>Folio No / Client Id :</p> <p>DP ID :</p>
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I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name :

Address :

E-mail Id :

Signature :..... , or failing him
2. Name :

Address :

E-mail Id :

Signature :..... , or failing him
3. Name :

Address :

E-mail Id :

Signature :..... , or failing him

as my / our proxy to attend and vote (on a poll) for me / us and on my/our behalf at the 9th Annual General Meeting of the Company to be held on Friday, 28th September, 2018 at 1:00 PM at S-466, GK –II, New Delhi- 110048 and / or at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution Number	Resolution	For	Against
Ordinary Business			
1.	To receive, consider and adopt the Audited Financial Statement including Balance Sheet as at 31 st March 2018 and the Statement of Profit and Loss of the Company for the year ended on that date along with the Report of Board of Directors and Statutory Auditors thereon.		
2.	To appoint a Director in the place of Mr. Rishabh Jhunjhunwala (DIN 03104458), who retires by rotation and being eligible offers themselves for re-appointment.		
3.	To appoint a Director in the place of Mr. Om Prakash Ajmera (DIN 00322834), who retires by rotation and being eligible offers themselves for re-appointment.		

Signed this _____ day of _____ 2018

Signature of shareholder _____

Signature of Proxy holder _____

Affix Revenue Stamp

Notes:

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at the Registered Office of the Company, not less than forty-eight hours before the commencement of the meeting.
2. ** It is optional to indicate your preference. If you leave the for, against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. For the Resolutions, Explanatory statement and Notes, please refer to the Notice of the 9th Annual General Meeting.

ROUTE MAP FROM NEW DELHI RAILWAY STATION TO THE S-466, GK –II, NEW DELHI- 110048

