

NOTICE OF 7TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventh (7th) Annual General Meeting of the members of the Company will be held on Friday, 28th September, 2018 at 10:00 AM at Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.) to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited financial statement for the financial year ended 31st March 2018 and the Report of the Board of Directors and the Auditors thereon
2. To appoint a Director in the place of Mr. Riju Jhunjhunwala (DIN: 00061060), who retires by rotation and being eligible offers themselves for re-appointment.
3. 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.

By order of the Board
For Chango Yangthang Hydro Power Ltd

Place: Noida (U.P.)
Date: 31.08.2018

Srishti Saxena
Company Secretary
M.No.-ACS 40576

Registered office:
C/o Sh. Kishan Chand Negi
Village & Post Office Chango,
Sub-Tehsil Hangrang,
District-Kinnaur, City Pooh,
Himachal Pradesh-172111

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 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. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 7-days in advance so as to enable the Company to keep the desired information ready.
4. Disclosure as required under the Secretarial Standard – 2 on General Meeting is annexed as Annexure-1 to this Notice of Annual General Meeting.
5. 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.
6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
7. The relevant documents accompanying the Notice are open for inspection to the members at the registered office of the Company during the normal business hours of the Company up to the date of the meeting.
8. 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.
9. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.
10. The Notice and Annual report of the Company shall be available on the website of the Company www.bhilwaraenergy.com.
11. Members who hold shares in dematerialized 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.
12. Route–map to the venue of the Meeting is provided at the end of the Notice of AGM.

ANNEXURE-1

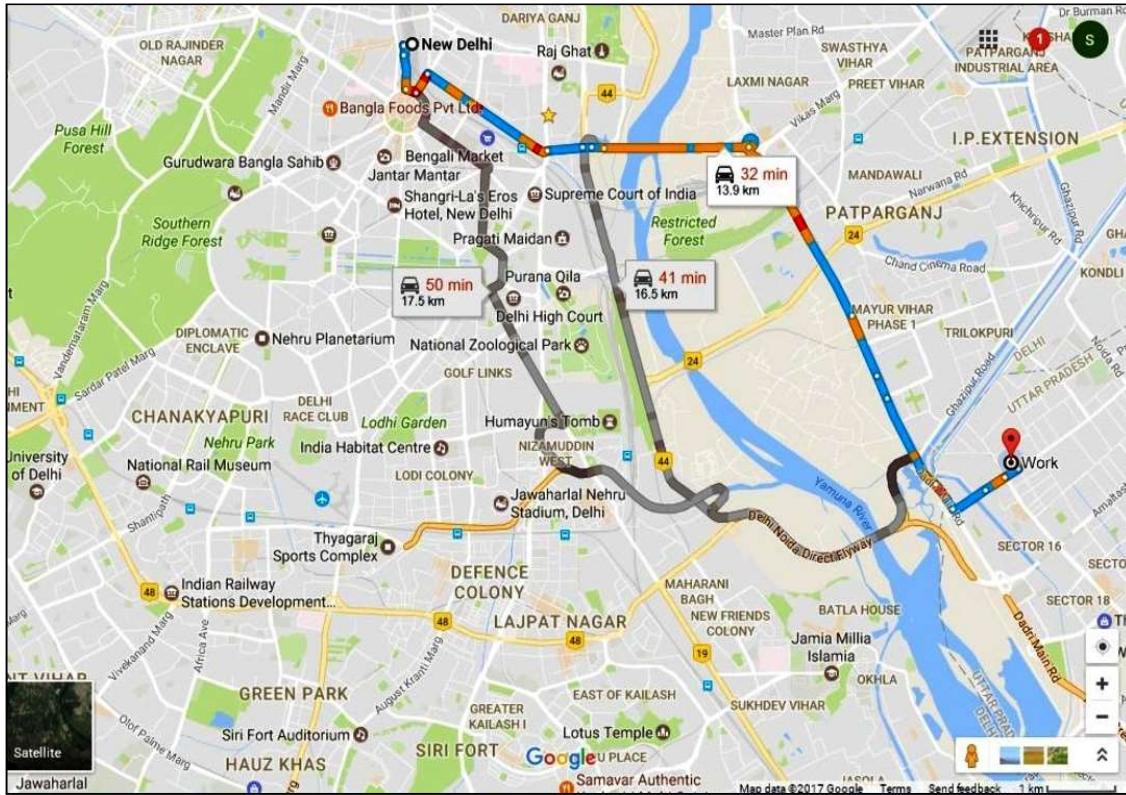
INFORMATION PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) REGARDING DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AND/OR FIXATION OF REMUNERATION OF DIRECTORS IS GIVEN HEREUNDER:

S.No	Name of Director	<u>Shri Riju Jhunjhunwala</u>	<u>Sh. Rishabh Jhunjhunwala</u>
1	DIN	00061060	03104458
2	Category	Non-Executive Director	Non-Executive Director
3	Date of Birth	13.01.1979	16.08.1983
4	Age	39 Years	35 Years
5	Date of Appointment on Board	12.10.2011	12.10.2011
6	Qualification	Degree in Business Management Studies	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.
7	Experience	13.5 Years	8 Years
8	Expertise in Specific Functional Areas	He is an Industrialist with diversified Business Experience. He is the Managing Director of RSWM Ltd. and Bhilwara Energy Limited. He is on board committees of various companies also. He serves as non-executive director of Bhilwara Technical Textiles Limited.	He is the Managing Director of M/s Bhilwara Energy Limited since August, 2010. He has rich experience of Power Sector.
9	List of other Public Limited/ Private/Others Companies in which Directorship held		
9.1	Public Companies	i. RSWM Limited	i. Bhilwara Energy Limited
		ii. HEG Limited	ii. NJC Hydro Power Limited
		iii. Bhilwara Energy Limited	iii. Chango Yangthang Hydro Power Limited
		iv. Bhilwara Infotechnology Limited	iv. BG Wind Power Limited
		v. Bhilwara Technical Textiles Limited	v. Bhilwara Infotechnology Limited
		vi. NJC Hydro Power Limited	
9.2	Private Companies	i. Bhilwara Services (P) Ltd.	i. Odetta Realty Private Ltd.
		ii. Rajspin Officers Welfare Foundation Pvt. Ltd.	ii. LNJ Realty Private Limited
			iii. Kings Sports League Private Limited

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9.3	Others	Balephi Jalvidyut (P) Ltd. Nepal	Balephi Jalvidyut (P) Ltd. Nepal
		Riju Advisory & Consulting LLP (Designated Partner)	RR Family Advisory and Consulting LLP (Designated Partner)
10	Chairman/Member of Committees of Board of Directors of Company	Nomination & Remuneration Committee- Member	None
11	Chairman/Member of Committees of Board of Directors of other Company		
11.1	Audit Committee	Bhilwara Technical Textiles Limited – Member	-
11.2	Stakeholder Relationship Committee	Bhilwara Technical Textiles Limited – Member	-
		HEG Limited- Chairman	-
11.3	Nomination & Remuneration Committee	NJC Hydro Power Limited- Member	BG Wind Power Limited
		Bhilwara Technical Textiles Limited – Member	-
12	No. of Equity Share held in the Company	1 (One) (Being the beneficial Shareholder along with Bhilwara energy Limited)	1 (One) (Being the beneficial Shareholder along with Bhilwara energy Limited)
13	No. of Board Meetings attended during the year	6 (Six) out of 6 (Six)	6 (Six) out of 6 (Six)
14	Terms and Conditions of appointment/reappointment along with remuneration sought to be paid	Non-Executive Director liable to retire by rotation with no remuneration & commission.	Non-Executive Director liable to retire by rotation with no remuneration & commission.
15	The Remuneration last drawn	NIL	NIL
16	Relationship with other directors, Manager and Key Managerial Personnel	Shri Riju Jhunjunwala is brother of Shri Rishabh Jhunjunwala	Shri Rishabh Jhunjunwala is brother of Shri Riju Jhunjunwala

**ROUTE MAP FROM NEW DELHI RAILWAY STATION CORPORATE OFFICE, A-12, SECTOR-1,
BHILWARA TOWERS, NOIDA-201301(U.P.)**



CHANGO YANGTHANG HYDRO POWER LIMITED

CIN : U40101HP2011PLC031772

Registered office: C/o Sh. Kishan Chand Negi, Village & Post Office Chango, Sub-Tehsil Hangrang, District-Kinnaur, City Pooh, Himachal Pradesh-172111

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

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

E-mail: srishti.saxena@lnjbhilwara.com, **Website:** www.bhilwaraenergy.com

ATTENDANCE SLIP

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

Full Name of Shareholder _____

Full Name of Proxy / Representative _____

I hereby record my presence at the Seventh (7th) Annual General Meeting of the Company held on Friday, 28th September, 2018 at 10:00 AM at Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.) 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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Phone: 0120-4390300 (EPBAX), **Fax:** 0120-2536268

E-mail: srishti.saxena@lnjbhilwara.com, **Website:** www.bhilwaraenergy.com

PROXY FORM

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

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

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 7th Annual General Meeting of the Company to be held on Friday, 28th September, 2018 at 10:00 AM at Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.) 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 for the financial year ended 31 st March 2018 and the Report of the Board of Directors and the Auditors thereon		
2.	To appoint a Director in the place of Mr. Riju Jhunjunwala, (DIN: 00061060) who retires by rotation and being eligible offers themselves for re-appointment.		
3.	To appoint a Director in the place of Mr. Rishabh Jhunjunwala, (DIN: 03104458) 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 7th Annual General Meeting.