

NOTICE

Notice is hereby given that the ninth Extraordinary General Meeting of the members of **Geofin Comtrade Limited** will be held at 11.00 a.m, on Tuesday, 30th January, 2018 at the registered office of the Company at 10th Floor, 34/659-P, Civil Line Road, Padivattom, Kochi – 682 024 to transact the following business.

I. Special Business

1. To re-appoint Mr. C.P. Krishnan as Whole-time Director of the Company

To consider if thought fit, to pass the following resolution with or without modification (s) if any, as a **special resolution**

“RESOLVED THAT pursuant to the provisions of Section 196 read with Sections 197, 198 and Schedule V of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) the consent of the members of the Company be and are hereby accorded for the re-appointment of Mr. C.P. Krishnan, Whole-time Director for one year with effect from 1st December, 2017

Sl. No	Particulars of remuneration	Monthly	Annual
1	Basic Pay	25,000	3,00,000
2	House Rent Allowance @ 50% of the basic salary	12,500	1,50,000
3	Meals Allowance/Sodexo	1,250	15,000
4	Medical Allowance	1,250	15,000
5	Academic Allowance	1,000	12,000
6	Conveyance Allowance	1,600	19,200
7	Special Allowance	92,442	11,09,304
	Gross Salary	1,35,042	16,20,504
8	PF contribution by the Company	3,000	36,000
9	Reimbursement of telephone expenses	3,000	36,000

Geofin Comtrade Limited
CIN - U51909KL2008PLC031863
Registered Office – 10th Floor, 34/659-P, Civil Line Road,
Padivattom, Kochi – 682 024
Phone – 0484 2901050, website – www.geofin.co.in, email id – achyuth@geofin.co.in

10	Reimbursement towards household utilities such as electricity, gas, telecommunications, water, housing society charges, servant's salary, furnishing etc	3,500	42,000
11	Reimbursement of Club Expenditure		2,500
12	Reimbursement of Credit Card	1,000	12,000
13	Annual Leave Travel Allowance (Half month's basic pay) applicable to the employees of the Company		12,500
14	Annual Premium towards Mediclaim Policy for self and spouse		37,660
15	Annual Premium towards Personal Accident Insurance for self		275
16	Annual Premium towards Group Gratuity Scheme as applicable to the employees of the Company		563
	Total Cost to the Company	1,45,542	18,00,002
17	Leave and leave encashment as applicable to the employees of the Company		
18	Company's car for official and limited personal purpose		
19	Reimbursement of expenses – expenses actually and properly incurred for the business of the Company shall be reimbursed.		
20	Commission – In such amounts or proportions and in such manner and in all respects as may be decided by the Board of Directors of the Company subject to the maximum limit specified and calculated in accordance with the provisions of Sections 197 & 198 of the Companies Act, 2013.		

RESOLVED FURTHER THAT in the event of there being loss or inadequacy of profits for any financial year the aforesaid remuneration payable to Mr. C.P. Krishnan shall be the minimum remuneration payable to him in terms of the provisions of Schedule V of the Companies Act, 2013.”

Date : 28-12-2017
Place : Cochin

By the order of Board of Directors
Sd/-
Vinodkumar Balakrishnan
Managing Director and CEO

Notes

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING

2. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.

Date : 28-12-2017
Place : Cochin

By the order of Board of Directors
Sd/-
Vinodkumar Balakrishnan
Managing Director and CEO

Explanatory statement under Section 102 of Companies Act, 2013 for item number 1

The terms and conditions of the re-appointment of Mr. C.P. Krishnan expired on 30th November, 2017 and the Board of Directors had re-appointed Mr. C.P. Krishnan as Whole-time Director for a period of one year with effect from 1st December, 2017. As per Section 196 read with Sections 197, 198 and Schedule V of Companies Act, 2013, the consent of the members is required to approve the appointment and remuneration of Key Managerial Personnel. Hence the said matter is placed before the members of the Company to approve via special resolution.

Brief particulars of the Whole-time Director

Sl. No	Particulars	Description
1	Age	65
2	Qualifications	B. Sc
3	Present terms and conditions	As per above item number one
4	Date of first appointment	14 th November, 2008
5	Shareholding	50,000
6	Relationship with other Directors, Managers and KMPs	Nil
7	Number of board meetings attended during the year 2017-2018 as on the date of this EGM	4
8	Other Directorships	Geofin Capital Services Limited
9	Chairmanship in Committees	Nil

Date : 28-12-2017
Place : Cochin

By the order of Board of Directors
Sd/-
Vinodkumar Balakrishnan
Managing Director and CEO

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Route Map of EGM Venue

10th Floor
34/659-P
Geojit Financial Services Limited Building
Civil Line Road
Padivattom
Kochi – 682 024 (Padivattom- Kakkanad Route)

Adjacent to St. Michael’s Church, Chembumukku

