



# SELAN EXPLORATION TECHNOLOGY LTD.

Regd. Office: J-47/1, Shyam Vihar, Dindarpur, Najafgarh, New Delhi – 110 043

CIN: L74899DL1985PLC021445; Website: www.selanoil.com

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## **NOTICE**

NOTICE is hereby given that the Thirtieth Annual General Meeting of Selan Exploration Technology Limited will be held at Ashok Country Resort, Rajokri Road, Kapashera, New Delhi – 110037 on Tuesday, 11<sup>th</sup> August, 2015 at 10 : 00 A.M. to transact the following business :

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2015 and Profit and Loss Account for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.
2. To appoint M/s V. Sankar Aiyar & Co., Chartered Accountants as Auditors, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the 32<sup>nd</sup> Annual General Meeting of the company subject to ratification at every Annual General Meeting and to fix their remuneration for the financial year ending 31<sup>st</sup> March, 2016.
3. To declare the interim dividend of 50% amounting to ₹ 5/- per share paid during the year as final dividend for the financial year 2014-15.

### **SPECIAL BUSINESS**

**To consider and if thought fit, to pass, with or without modification(s) the following resolutions:**

#### **AS ORDINARY RESOLUTION**

##### **4. APPOINTMENT OF DIRECTOR**

"RESOLVED THAT Mrs. Rohini Kapur (DIN:00530757) who was appointed as an Additional Director of the Company with effect from 31<sup>st</sup> March 2015, in terms of the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company who is liable to retire by rotation."

##### **5. RATIFICATION OF REMUNERATION OF COST AUDITOR**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), re-appointment of Mr. S.N. Balasubramanian, Cost Auditor; by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2015-16 on a remuneration of ₹1,20,000/- per annum, be and is hereby ratified."

By Order of the Board  
for SELAN EXPLORATION TECHNOLOGY LTD.

30<sup>th</sup> May, 2015  
New Delhi

**MEENU GOSWAMI**  
Company Secretary

#### **NOTES :**

- 1) A member entitled to attend and vote is entitled to appoint a proxy and such proxy need not be a member of the Company. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The

instrument appointing proxy may be sent in the form enclosed and in order to be effective must reach the Registered Office of the Company at least 48 hours before the Meeting.

- 2) (i) Members holding shares in physical form are requested to notify change in their address, if any, quoting their folio number to the Registrar and Share Transfer Agent, MCS Share Transfer Agent Ltd., Unit : Selan Exploration Technology Ltd., F-65, First Floor, Okhla Industrial Area, Phase – I, New Delhi – 110020.  
(ii) Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their Depository Participant (DP) only and not to the Company or its Registrar and Transfer Agent. Any such changes effected by the DPs will automatically reflect in the Company's subsequent records.
- 3) Register of Members and Share Transfer Books of the Company will remain closed from 4<sup>th</sup> August 2015 to 11<sup>th</sup> August 2015. (both days inclusive).
- 4) Memorandum & Articles of Association of the Company and documents related to the resolutions will be available for inspection at the Registered Office of the Company between 11:00 a.m. and 1:00 p.m. on all working days except Saturdays and will also be available at the meeting.
- 5) Ministry of Corporate Affairs ("MCA") has vide Circular No. 17/2011 dated 21.04.2011 & Circular No. 18/2011 dated 29.04.2011 allowed the service of documents on members by a Company through electronic mode. Accordingly, as a part of its Green initiative in Corporate Governance and in terms of circulars issued by Ministry of Corporate Affairs allowing paperless compliances through electronic mode, soft copy of the Annual Report for the year ended 31<sup>st</sup> March, 2015 has been sent to all the members whose email address is registered with the Company/ Depository Participant(s) unless any member has requested for a hard copy of the same. All those members, who have not yet registered their e-mail address with the Company/ Depository Participant, are requested to do the same at the earliest.
- 6) The members are requested to send their queries, if any, on accounts or proposed resolutions at least 48 hours in advance of the meeting to the Company, so that the same may be answered satisfactorily at the meeting.
- 7) Members / Proxies should bring the Attendance slip duly filled-in for attending the meeting.
- 8) Voting through electronic means:
  - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the Thirtieth Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The members may cast their votes using an electronic voting system from a place other than the venue of the meeting (Remote e-voting).
  - II. The facility for voting through Polling Paper shall be made available at the AGM and members attending the meeting who have not cast their votes by remote e-voting shall be able to exercise their right at the meeting through Polling Paper.

- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The instructions for e-voting are as under:
- (a) In case a member receives an email from NSDL whose email IDs are registered with the Company/Depository Participants(s), they shall follow the following steps :
- Open e-mail and open PDF file viz; "Selan Exploration Technology Limited remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
  - Launch an internet browser by typing the following URL: <https://www.evoting.nsdl.com>
  - Click on Shareholder - Login
  - Put User ID and password as initial password/PIN noted in step (i) above. Click Login.
  - Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - Home page of Remote e-voting opens. Click on remote e-Voting: Active Voting Cycles.
  - Select "REVEN" of Selan Exploration Technology Limited.
  - Now you are ready for e-voting as Cast Vote page opens.
  - Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - Upon confirmation, the message "Vote cast successfully" will be displayed.
  - Once you have voted on the resolution, you will not be allowed to modify your vote.
  - Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [selan.scrutinizer@gmail.com](mailto:selan.scrutinizer@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (b) In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy] :
- Initial password is provided as follows, below the Attendance Slip for the AGM:
- |   |                |                     |
|---|----------------|---------------------|
| <b>REVEN (Remote<br/>E-Voting Event Number)</b> | <b>USER ID</b> | <b>PASSWORD/PIN</b> |
| _____   | _____          | _____               |
- Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.
- V. In case of any queries, you may refer the 'Frequently Asked Questions (FAQs)' and 'e-voting user manual' for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VI. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VII. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- VIII. The remote e-voting period commences on 8<sup>th</sup> August 2015 (9:00 am) and ends on 10<sup>th</sup> August 2015 (5:00 pm). During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 4<sup>th</sup> August 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- IX. The voting rights shall be as per the number of equity shares held by the Member(s) as on Tuesday, 4<sup>th</sup> August 2015. Mr. S. R. Iyer, Practising

Chartered Accountant (Membership No. FCA082039) has been appointed as the Scrutinizer to scrutinize remote e-Voting and Voting by means of Poll in a fair and transparent manner.

- Any person, who acquire shares of the Company and become member of the Company after dispatch of the notice of AGM and holding shares as on the cut-off date i.e., 4<sup>th</sup> August 2015, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [admin@mcscdel.com](mailto:admin@mcscdel.com). However, if you are already registered with NSDL for remote e-voting then you can use your existing User ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Polling Paper.
- The Chairman shall, at the AGM, at the end of discussion on the resolution on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of Polling Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 3 days of the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the results of the voting forthwith.
- The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.selanoil.com](http://www.selanoil.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorised by him in writing and the same be communicated to the Bombay Stock Exchange and National Stock Exchange.

## **EXPLANATORY STATEMENT**

### **(Under Section 102 of the Companies Act, 2013)**

#### **Item No. 4**

Mrs. Rohini Kapur was appointed as an Additional Director by the Board of Directors w.e.f. 31<sup>st</sup> March 2015 in accordance with the provisions of Section 161(1) of the Companies Act, 2013.

After completing her further studies in the United Kingdom and the United States, Mrs. Kapur returned to India. For a long period of time, Mrs. Kapur has been involved extensively with social work, under privileged children, and spends a considerable amount of time promoting and supporting the work of Not for Profit Organisations in the country. Having travelled extensively, she will be able to give the Company a Global Perspective. Having regard to the qualifications, experience and knowledge, her appointment will be in the interest of the Company. This appointment facilitates compliance with the SEBI directive for listed companies to have a Woman Director on the Board.

The Board feels that her association would be of immense benefit to the Company.

None of the Directors, except Mr. Rohit Kapur who is related to Mrs. Rohini Kapur is concerned or interested in this resolution.

Your Directors recommend the above Ordinary Resolution for approval. This explanatory statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

#### **Item No. 5**

The Board on the recommendation of the Audit Committee has appointed Mr. S.N. Balasubramanian as the Cost Auditor of the Company for the financial year 2015-16 which was approved by the Board in its meeting held on 30<sup>th</sup> May, 2015. As per Rule 14 of the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to Cost Auditors is to be ratified by the shareholders. Hence, this resolution is put for the consideration of the shareholders.

None of the Directors is interested in this resolution. Your Directors recommend the above Ordinary Resolution for approval.

By Order of the Board  
**for SELAN EXPLORATION TECHNOLOGY LTD.**

**30<sup>th</sup> May, 2015**  
**New Delhi**

**MEENU GOSWAMI**  
**Company Secretary**