

GENESIS EXPORTS LTD

230A AJC BOSE ROAD KOLKATA – 700020
TEL NO 65036656, 65036657 FAX 65036659
CIN:L26919WB1981PLC033906

NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the Company will held at the Registered office of the Company at 10th Floor, Chitrakoot 230A, AJC Bose Road Kolkata – 700 020 on Friday, the 29th September 2017 at 2.30 P.M. to transact the following business:

AS ORDINARY BUSINESS

1. To receive consider and adopt Director's Report and Auditor's Report and the Audited Statement of Account for the year ended 31st March 2017.
2. To elect a Director in place of Smt Nidhi Jhunjunwala who retire by rotation and being eligible offer himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification, the following resolution if any, as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors), Rules, 2014 (including any statutory modifications(s) or re-enactment thereof for the time being in force), N D A & Associates, Chartered Accountants, Kolkata (Registration No. FRN:028709N) be and is hereby appointed as statutory auditor of the Company in place of Dangi Jain & Co. (Registration No. FRN:0308108E), the retiring Statutory Auditor, to hold office from the conclusion of this Annual General Meeting until the conclusion of 41th Annual General Meeting of the Company, subject to ratification by the Members at every Annual General Meeting till the 40th Annual General Meeting, at such remuneration plus service tax as applicable and reimbursement of out of pocket expenses in connection with the audit as the Board of Directors may fix in this behalf."

BY ORDER OF THE BOARD
FOR GENESIS EXPORTS LTD.

10th Floor Chitrakoot
230A AJC Bose Road
Kolkata – 700 020
The 2nd day of Sept'17


DIRECTOR

Notes: (1) A member Entitled to attend and vote at the Meeting is also entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. The instrument of proxy should, however be deposited at the registered office of Company not less than forty-eight hours before the commencement of the Meeting.

(2) The Register of Member and shares transfer Book of the Company will remain closed from 23rd September 2017 to 29th September 2017(both day inclusive).

(3) The Explanatory Statement pursuant to section 102 of the Companies Act 2013 regarding the Special Business contained in the notice is annexed.

(4) Reappointment of Director: Smt Nidhi Jhunjunwala (DIN 01144803) aged about 44 year was appointed as Director on 12.03.2007 and She is a graduate in arts and is an active member of the Ladies Study Group, Indian Chamber of Commerce, and have more than 18 years experience. She is also Director in M/s Laopala Rg Ltd, As on 31.03.2017 She was holding 82900 Equity Shares of the Company

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT 2013

In the terms of Section 139 of the Companies Act, 2013 ("the Act"), no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions within three years from the commencement of the Act.

M/s Dangi Jain & Co. Chartered Accountants were reappointed as Statutory Auditor of the Company in September 2015 and reappointed at every General Meeting thereafter.

M/s Dangi Jain & Co. Chartered Accountants have been in office for ten years and in compliance with provisions of the Act, the Company will have to appoint new Auditor in their place.

The Board of Directors has, at its meeting held on 2nd September 2017, appointed M/s. N D A & Associates, Chartered Accountants as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of 41th Annual General Meeting of the Company, subject to ratification by the Members at every Annual General Meeting till the 40th Annual General Meeting

None of the Directors, key managerial personnel and their relatives are, in any way, concerned or interested in the said resolution.

GENESIS EXPORTS LTD.

S. P. S.

Director