

**SOUTHERN POWER DISTRIBUTION COMPANY OF TELANGANA LIMITED**

\*\*\*

To  
The Members of the Company  
Southern Power Distribution Company of Telangana Limited

**NOTICE IS HEREBY GIVEN THAT THE 15<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD ON WEDNESDAY, THE 30<sup>th</sup> DAY OF DECEMBER 2015, AT 11.30 AM AT THE REGISTERED OFFICE OF THE COMPANY AT 6-1-50, MINT COMPOUND, HYDERABAD TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet, Profit & Loss Account and Cash flow Statement as at 31<sup>st</sup> March, 2015 along with Statutory Auditors Report, Secretarial Audit Report, Directors Report and the comments of the Comptroller and Auditor General of India thereon.
2. To take note on appointment of M/s. Brahmayya & Co, Chartered Accountants as Statutory Auditors of the Company appointed by the Comptroller and Auditor General of India for the Financial Year 2015- 16 and authorized the Board to fix the remuneration of Statutory Auditors

The Office of the Comptroller and Auditor General of India vide No/CA/COY/ANDHRA PRADESH,CENPOW(1)/122 dated 06/07/2015 appointed M/s. Brahmayya & Co, Chartered Accountants as Statutory Auditors of the Company for the financial year 2015-2016.

**Draft resolution**

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the appointment of M/s Brahmayya & Co, Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2015-2016 by the Office of the Comptroller and Auditor General of India vide their letter No/CA/COY/ANDHRA PRADESH,CENPOW(1)/122 dated 06/07/2015 be noted.”

**“RESOLVED FURTHER THAT**, pursuant to the provisions of Section 142 and other applicable provisions, if any, of the Companies act, 2013, the Board of Directors of the Company be and are hereby authorized to fix the remuneration payable to Statutory Auditors M/s Brahmayya & Co, Chartered Accountants and to provide for reimbursement of their actual out-of-pocket expenses for the Financial Year 2015-2016 if any.”

3. Any other business with the permission of the chairman

**BY THE ORDER OF THE BOARD OF DIRECTORS OF  
SOUTHERN POWER DISTRIBUTION COMPANY OF TELANGANA  
LIMITED**

**Sd/-  
ANIL KUMAR VORUGANTI  
COMPANY SECRETARY**

**Date: 07.12.2015**

**NOTE:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
2. Proxy form (MGT-11) is enclosed. Instrument appointing proxy shall be deposited at the registered office of the company by not less than 48 hours before the commencement of the meeting.
3. Pursuant to section 139 of the Companies Act, 2013 the Auditors of the Company are appointed by the Comptroller and Auditor General of India (C&AG). In terms of Sub-Section (1) of the Section 142 of the Companies Act, 2013 remuneration of Auditors has to be fixed by the Company in the Annual General Meeting or in such manner as the Company in Annual General Meeting may determine.
4. The Comments of the Comptroller and Auditor General of India (C&AG) on the Annual Accounts for the FY 2014-15 will be placed at the Annual General Meeting of the Company

**Route Map**

