



यूजेवीएन लिमिटेड

(उत्तराखण्ड सरकार का उपक्रम)

UJVN Limited

(A Govt. of Uttarakhand Enterprise)

कार्यालय कम्पनी सचिव, "उज्जवल" महारानी बाग, जी०एम०एस० रोड, देहरादून-248 006 (उत्तराखण्ड) दूरभाष: 0135-2769919, फैक्स 0135-2761549
Office of the Company Secretary, "Ujjwal" Maharani Bagh, G.M.S. Road, Dehradun-248006 Phone 0135-2769919, Fax 0135-2761549
Email: secujvnl@ujvnl.com Web site: uttarakhandjalvidyut.com Fax 0135-2769919

ISO 9001:2008 Certified

CIN No. U40101UR2001SGC025866

No: - 296/UJVNL/CS/07/A-35

Date: - 9/10/2024

Notice of 23rd Annual General Meeting of UJVN Limited

Notice is hereby given that the **adjourned 23rd Annual General Meeting of UJVN Limited**, at a shorter notice will be held on **WEDNESDAY, 16th October 2024 at 11:00 A.M.**, at "**UJJWAL**", Maharani Bagh, GMS Road, Dehradun, to transact the following businesses: -

Ordinary Business: -

Item no. 1: - To consider and approve the audited Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon and comments of Comptroller and Auditor General of India and Management reply.

The member(s) may consider/pass the below resolution as an Ordinary Resolution with or without modification(s): -

"RESOLVED THAT the consent of the members be and is hereby accorded to approve the audited Financial statements(s) of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon and comments of Comptroller and Auditor General of India."

2. (a) To appoint and fix the remuneration of the Statutory Auditors of the Company, as appointed by the Comptroller & Auditor General of India for the Financial Year 2024-25.

The Members was apprised that the Board has approved the appointment of AK Kashyap & Co at a remuneration of Rs. 500,000/- for the Financial Year 2024-25.

The member(s) may consider/pass the below resolution as an Ordinary Resolution with or without modification(s): -

"RESOLVED THAT the consent of the member(s) be and is hereby accorded to appoint, AK Kashyap & Co Chartered Accountants as the Statutory Auditors of UJVNL for the financial year 2024-25 on a consolidated remuneration of Rs. 5,00,000 (Rupees five Lacs Only) plus GST."

RESOLVED FURTHER THAT that the members hereby authorized the Board of Directors to pay TA/DA, as applicable, and other out-of-pocket expenses, if any, to the said Statutory auditor."



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2.(b) To appoint and fix the remuneration of Cost Auditors for the Financial Year 2024-25.

The member(s) may consider/pass the below resolution as an Ordinary Resolution with or without modification(s): -

"RESOLVED THAT the consent of the members be and is hereby accorded to appoint M/s. R.M. Bansal & Co., Cost Accountants, Kanpur, as the Cost Auditor of the Company at the consolidated fees of Rs. 80,000/- exclusive of taxes, for the Financial Year 2024-25."

Item no. 3: To declare final dividend, if any, for Financial Year 2023-24.

The Board of Directors has recommended to the Annual General Meeting of the members of the company to declare/approve dividend for the financial year 2023-24 amounting to Rs. 10,00,52,832/- i.e., Rs. 6.86 per equity shares as on 1,45,85,961 equity share as on 31st March 2024, to the members, i.e., Government of the Uttarakhand.

The members are requested to consider and to pass with or without modification(s), the following resolution as an Ordinary Resolution: -

"RESOLVED THAT the Dividend for the financial year 2023-24 amounting to Rs. 10,00,52,832/-i.e., Rs. 6.86 per equity shares on 1,45,85,961 equity shares as on 31st March 2024, as recommended by the Board of Directors be and is hereby declared and approved."



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SPECIAL BUSINESS: -

Item no. 4:

4 (a). To take note of the Appointment of Director of the Company.

The member may consider/approve following ordinary resolution, with or without modification(s), if any:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV, read with Companies (Appointment and Qualification of Directors) Rules, 2014, and subject to the order received from Govt. of Uttarakhand, consent of the members be and is hereby accorded to appoint Shri. Parag Gupta, Retd. IAS, as an Independent Director on the Board of the Company, with effect from 17-11-2023.

4 (b). To take note of Cessation of the Directors of the Company: -

The member may take note of cessation of Directors and consider/approve the, below resolution(s):-

(i). Cessation of Shri Purushottam Singh, as Director of the Company.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions, if any, the consent of the member be and is hereby accorded for cessation of Shri. Purushottam Singh, as Director of the Company with effect from 1st November 2023"

(ii). Cessation of Shri Sudhakar Badoni, as Director of the Company.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions, if any, the consent of the member be and is hereby accorded for cessation of Shri. Sudhakar Badoni, as Director of the Company with effect 1st July 2024".



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Item no. 5: Issuance of shares during financial year 2023-24 to Hon'ble Governor of Uttarakhand.

The member may consider/approve following resolution, with or without modification(s), if any:

"RESOLVED THAT pursuant to the provisions of 62 and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rule 13 of the Companies (Share Capital and Debentures) Rule, 2014 and other applicable provisions, if any, of the Act any other issued thereunder including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force, and subject to approval(s), consent(s), permission(s), and/or sanction(s), the approval of the members of the Company be and is hereby accorded for issuance of below equity Shares of Rs. 1000/- each to the Hon'ble Governor of Uttarakhand, during the F.Y 2023-24 as per details mentioned hereunder: -

S.No	Name & Occupation of Allottee	Address of Allottee	Number of Shares allotted	Total amount paid (including premium in Rs.)
1.	Hon'ble Governor of Uttarakhand	RAJBHAVAN, UTTARAKHAND NEW CANTT ROAD DEHRADUN	2,00,700	20,07,00,000
2.	Hon'ble Governor of Uttarakhand	RAJBHAVAN, UTTARAKHAND NEW CANTT ROAD DEHRADUN	6,00,000	60,00,00,000
3.	Hon'ble Governor of Uttarakhand	RAJBHAVAN, UTTARAKHAND NEW CANTT ROAD DEHRADUN	20,000	2,00,00,000
		TOTAL	8,20,700	82,07,00,000



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You are requested to kindly make it convenient to attend the meeting.

Sincerely yours,

By the order of the Board of Directors
For & on behalf of UJVN Limited

(B. Dasgupta)
Company Secretary

Note: - (1) A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote on his behalf and the proxy need not be a member of the Company.

(2) Consent for a shorter notice.



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EXPLANATORY STATEMENTS U/S 102 OF THE COMPANIES ACT, 2013

Item no. 4(a): To take note of the Appointment of Director of the Company.

Pursuant to the order, as received from Government of Uttarakhand vide letter no. 1108/1(2)/2023/05-34/2003 dated 17-11-2023, Shri Parag Gupta, Retd. IAS, has been nominated as an Independent Director of UJVN Limited, which was duly approved in 117th Board Meeting dated 29-11-2023.

Item no. 4(b): To take note of Cessation of Director of the Company.

(i). The Board noted the Cessation of Shri Purushottam Singh as Director (Operation) on the Board of UJVN Limited w.e.f. 01-11-2023, due to his Superannuation, and Board in its 117th meeting dated 29-11-2023 duly approved the same.

(ii). The Board noted the Cessation of Shri Sudhakar Badoni as Director (Finance) w.e.f. 01-07-2024 as his term has ended and the same was duly approved in 120th Board Meeting dated 22-08-2024.

Item no. 5: Issuance of shares during financial year 2023-24 to the Hon'ble Governor of Uttarakhand.

During the F.Y. 2023-24, the allotment of 8,20,700 shares were made to Hon'ble Governor of Uttarakhand.

The paid-up share capital of the company as on 31st March 2023 was Rs. 13,76,42,61,000 /- and the incremental increase in the paid-up share capital during financial year was Rs. 82,07,00,000 and therefore, the paid-up share capital of the Company as on 31st March 2024 was Rs. 14,58,49,61,000 /-.

None of the directors of the company, or their respective relatives or KMPs are, in any way, concerned or interested, financially or otherwise, in this resolution.



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To,

All Shareholders

1. Hon'ble Governor of Uttarakhand - Represented by Secretary (Energy)
Government of Uttarakhand.
2. Smt. Radha Raturi, - Member
3. Dr. R. Meenakshi Sundaram - Member
4. Shri R.K. Sudhanshu - Member
5. Shri Shailesh Bagauli - Member
6. Smt. Sowjanya - Member
7. Shri Dilip Javalkar - Member
8. Dr. Ashish Kumar Srivastava - Member
9. Shri Vinod Prasad Raturi - Member
10. Dr. Ahmed Iqbal - Member
11. Ms. Amita Joshi - Member
12. Smt. Ranjana Rajguru - Member

All Directors & Key Managerial Personnel

1. Smt. Radha Raturi, Chairperson, UJVN Limited.
2. Shri C.M. Vasudev, Independent Director, House No. B-44, Sector- 44, NOIDA (UP) - 201301.
3. Shri Indu Kumar Pande, Independent Director- 12-A, Usha Colony, Sahastradhara Road, Dehradun.
4. Shri B.P. Pandey, Independent Director, B-4/42, Vipul Khand, Gomati Nagar, Lucknow-226010.
5. Shri Parag Gupta, Independent Director, 'Avantika' Lane no. 1 Saket, 76/1, Rajpur Rd, Dehradun.
6. Shri Raj Kumar, Independent Director, F- 22, Green Park Main, New Delhi- 110016.
7. Dr. Rajan M. Sundaram, Secretary (Energy), Uttarakhand Secretariat, Dehradun.
8. Dr. Sandeep Singhal, Managing Director, UJVN Limited Dehradun.
9. Shri Suresh Chandra Baluni, Director (Projects), UJVN Limited Dehradun.
10. Shri Sudhakar Badoni, Executive Director (Finance) & CFO, UJVN Limited Dehradun.
11. Shri A.K Singh Director (Operation) (I/c.), UJVN Limited, Dehradun.



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Statutory Auditor:

I.M/S Verendra Kalra & Co. Chartered Accountant, 3rd Floor, M J Tower, 55 Rajpur Road.

By the order of the Board of Directors
For & on behalf of UJVN Limited.

(B. Dasgupta)
Company Secretary.



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CIN No. U40101UR2001SGC025866

No: - 245 / UJVNL / CS / 07 / A-35

Date: - 04-09-2024

Notice of 23rd Annual General Meeting of UJVN Limited

Dear Madam(s)/Sir(s),

Notice is hereby given that the **23rd Annual General Meeting of UJVN Limited**, will be held on **FRIDAY, 27th September 2024 at 4:00 P.M.** at "**UJWAL**", Maharani Bagh, GMS Road, Dehradun, to transact the following businesses: -

Ordinary Business: -

Item no. 1: - To consider and approve the audited Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon and comments of Comptroller and Auditor General of India and Management reply.

Item no. 2

2. (a) To appoint and fix the remuneration of the Statutory Auditors of the Company, as appointed by the Comptroller & Auditor General of India for the Financial Year 2024-25.

2. (b) To appoint and fix the remuneration of Cost Auditors for the Financial Year 2024-25.

The member(s) may consider/pass the below resolution as an Ordinary Resolution with or without modification(s): -

"RESOLVED THAT the consent of the members be and is hereby accorded to appoint M/s. R.M. Bansal & Co., Cost Accountants, Kanpur, as the Cost Auditor of the Company at the consolidated fees of Rs. 80,000/- exclusive of taxes, for the Financial Year 2024-25."

Item no. 3: To declare final dividend, if any, for Financial Year 2023-24.



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SPECIAL BUSINESS: -

Item no. 4:

4 (a). To take note of the Appointment of Director of the Company.

The member may consider/approve following ordinary resolution, with or without modification(s), if any:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV, read with Companies (Appointment and Qualification of Directors) Rules, 2014, and subject to the order received from Govt. of Uttarakhand, consent of the members be and is hereby accorded to appoint Shri. Parag Gupta, Retd. IAS, as an Independent Director on the Board of the Company, with effect from 17-11-2023.

4 (b). To take note of Cessation of the Directors of the Company: -

The member may take note of cessation of Directors, mentioned below:

(I). Cessation of Shri Purushottam Singh, as Director of the Company.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions, if any, the consent of the member be and is hereby accorded for cessation of Shri. Purushottam Singh, as Director of the Company with effect from 1st November 2023"



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(ii). Cessation of Shri Sudhakar Badoni, as Director of the Company.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions, if any, the consent of the member be and is hereby accorded for cessation of Shri. Sudhakar Badoni, as Director of the Company with effect 1st July 2024".

Item no. 5: Issuance of shares during financial year 2023-24 to Hon'ble Governor of Uttarakhand.

The member may consider/approve following ordinary resolution, with or without modification(s), if any:

"RESOLVED THAT pursuant to the provisions of 62 and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rule 13 of the Companies (Share Capital and Debentures) Rule, 2014 and other applicable provisions, if any, of the Act any other issued thereunder including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force, and subject to approval(s), consent(s), permission(s), and/or sanction(s), the approval of the members of the Company be and is hereby accorded for issuance of below equity Shares of Rs. 1000/- each to the Hon'ble Governor of Uttarakhand, during the F.Y 2023-24 as per details mentioned hereunder: -

S.No	Name & Occupation of Allottee	Address of Allottee	Number of Shares allotted	Total amount paid (including premium in Rs.)
1.	Hon'ble Governor of Uttarakhand	RAJBHAVAN, UTTARAKHAND NEW CANTT ROAD DEHRADUN	2,00,700	20,07,00,000



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2.	Hon'ble Governor of Uttarakhand	RAJBHAVAN, UTTARAKHAND NEW CANTT ROAD DEHRADUN	6,00,000	60,00,00,000
3.	Hon'ble Governor of Uttarakhand	RAJBHAVAN, UTTARAKHAND NEW CANTT ROAD DEHRADUN	20,000	2,00,00,000
		TOTAL	8,20,700	82,07,00,000

You are requested to kindly make it convenient to attend the meeting.

Sincerely yours,

By the order of the Board of Directors

For & on behalf of UJVN Limited

(B. Dasgupta)

Company Secretary

Note: - A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote on his behalf and the proxy need not be a member of the Company.



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Office of the Company Secretary, "Ujjwal" Maharani Bagh, G.M.S. Road, Dehradun-248006 Phone 0135-2789919, Fax 0135-2781549

Email: secujvnl@ujvnl.com

Web site: uttarakhandjalvidyut.com

Fax 0135-2789919

ISO 9001:2008 Certified

CIN No. U40101UR2001SGC025866

EXPLANATORY STATEMENTS U/S 102 OF THE COMPANIES ACT, 2013

Item no. 4(a): To take note of the Appointment of Director of the Company.

Pursuant to the order, as received from Government of Uttarakhand vide letter no. 1108/1(2)/2023/05-34/2003 dated 17-11-2023, Shri Parag Gupta, Retd. IAS, has been nominated as an Independent Director of UJVNL Limited, which was duly approved in 117th Board Meeting dated 29-11-2023.

Item no. 4(b): To take note of Cessation of Director of the Company.

(i). The Board noted the Cessation of Shri Purushottam Singh as Director (Operation) on the Board of UJVNL Limited w.e.f. 01-11-2023, due to his Superannuation, and Board in its 117th meeting dated 29-11-2023 duly approved the same.

(ii). The Board noted the Cessation of Shri Sudhakar Badoni as Director (Finance) w.e.f. 01-07-2024 as his term has ended and the same was duly approved in 120th Board Meeting dated 22-08-2024.

Item no. 5: Issuance of shares during financial year 2023-24 to the Hon'ble Governor of Uttarakhand.

During the F.Y. 2023-24, the allotment of 8,20,700 shares were made to Hon'ble Governor of Uttarakhand.

The paid-up share capital of the company as of 31st March 2023 was Rs. 13,76,42,61,000 /- and the incremental increase in the paid-up share capital during



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(उत्तराखण्ड सरकार का उपक्रम)

UJVN Limited

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कार्यालय कम्पनी सचिव, "उज्ज्वल" महारानी बाग, जी०एम०एस० रोड, देहरादून-248 008 (उत्तराखण्ड) दूरभाष: 0135-2788919, फ़ै.नं. 0135-2781549

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financial year was Rs. 82,07,00,000 and therefore, the paid-up share capital of the Company as on 31st March 2024 was Rs. 14,58,49,61,000 /-.

None of the directors of the company, or their respective relatives or KMPs are, in any way, concerned or interested, financially or otherwise, in this resolution.

To,

All Shareholders

1. Hon'ble Governor of Uttarakhand - Represented by Secretary (Energy) Government of Uttarakhand.
2. Smt. Radha Raturi, - Member
3. Dr. R. Meenakshi Sundaram - Member
4. Shri R.K. Sudhanshu - Member
5. Shri Shailesh Bagauli - Member
6. Smt. Sowjanya - Member
7. Shri Dilip Javalkar - Member
8. Dr. Ashish Kumar Srivastava - Member
9. Shri Vinod Prasad Raturi - Member
10. Dr. Ahmed Iqbal - Member
11. Ms. Amita Joshi - Member
12. Smt. Ranjana Rajguru - Member

All Directors & Key Managerial Personnel

1. Smt. Radha Raturi, Chairperson, UJVN Limited.
2. Shri C.M. Vasudev, Independent Director, House No. B-44, Sector- 44, NOIDA (UP) - 201301.
3. Shri Indu Kumar Pande, Independent Director- 12-A, Usha Colony, Sahastradhara Road, Dehradun.



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4. Shri B.P. Pandey, Independent Director, B-4/42, Vipul Khand, Gomati Nagar, Lucknow-226010.
5. Shri Parag Gupta, Independent Director, 'Avantika' Lane no. 1 Saket, 76/1, Rajpur Rd, Dehradun.
6. Shri Raj Kumar, Independent Director, F- 22, Green Park Main, New Delhi- 110016.
7. Dr. Rajan M. Sundaram, Secretary (Energy), Uttarakhand Secretariat, Dehradun.
8. Dr. Sandeep Singhal, Managing Director, UJVN Limited Dehradun.
9. Shri Suresh Chandra Baluni, Director (Projects), UJVN Limited Dehradun.
10. Shri Sudhakar Badoni, Executive Director (Finance) & CFO, UJVN Limited Dehradun.
11. Shri A.K Singh Director (Operation) (I/c.), UJVN Limited, Dehradun.

Statutory Auditor:

M/S Verendra Kalra & Co. Chartered Accountant, 3rd Floor, M J Tower, 55 Rajpur Road.

By the order of the Board of Directors
For & on behalf of UJVN Limited.

(B. Dasgupta)
Company Secretary.