



THE WELDING EXPERTS®

L I N C O L N E L E C T R I C C O M P A N Y (I N D I A) P V T L T D

P40, Central Ave, DTA, Mahindra World City, Mahindra World City Post, Chengalpattu, Kancheepuram, Tamil Nadu – 603002 • India • Tel: +91 44 47 424 999 • Fax: +91 44 47 424 888
CIN NO: U31909TN1997PTC064987

NOTICE

Notice is hereby given that the **25th Annual General Meeting** of the Members of **Lincoln Electric Company (India) Private Limited** will be held on **Wednesday, the 29th September 2021 at 09.00 AM** of the Company to be held through Video Conferencing (**VC**) or Other Audio Visual Means (**OAVM**), i.e via **Webex Meeting** to transact the following business. The proceedings of the Annual General Meeting shall be deemed to be conducted at registered office of the Company at P-40, Central Avenue, Domestic Tariff Area, Mahindra World City, Chengalpattu District-603004, Tamil Nadu, India

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at **31st March 2021**, and statement of Profit and Loss Account for the year ended on the date together with Directors and Auditor Report thereon.

Special Business:

2. To consider and if though fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder, as amended from time to time, M/s. Seshachalam & Co, (Firm Registration No.003714S) Chartered Accountants, be and are hereby re-appointed as Statutory Auditors of the Company for the next five (5) Financial Years to hold office, from the conclusion of ensuing Annual General Meeting to the conclusion of the Annual General Meeting of the Company in the year 2026 at a remuneration as may be decided by the Board with the mutual consent of the auditors.”

3. Remuneration of Cost Auditor

To consider and if though fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**



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“**RESOLVED THAT** pursuant to the provision of section 148(3) and other applicable provisions, if any of the Companies Act, 2013 and Companies (Audit & Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), M/s. S. Sundar & Associates, Practicing Cost Accountants (Firm Registration No. 101188) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending on 31st March 2022, at a remuneration of Rs.60,000/- plus payment of Goods & Service Tax as applicable and re-imburement of actual out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.

“**RESOLVED FURHTER THAT** Mr. Sundarram Srinivasan, (DIN: 00009622), Managing Director of the Company be and is hereby authorized to do all acts, deeds, and things which are necessary to give effect to the above resolution.

-//BY ORDER OF THE BOARD//-

For Lincoln Electric Company (India) Private Limited

Sd/-

**Place: Mahindra World City, Chengalpattu
Date: 24th September 2021**

**Mr. Sundarram Srinivasan
Managing Director (DIN: 00009622)**

Important Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020 and 13 April 2020, 13th January 2021 (collectively referred to as “MCA Circulars”) permitted the holding of Annual General Meeting (“AGM”) through video conferencing (VC) **or** other audio visual means (OAVM), without the physical presence of the Members at a common venue. Hence, the 25th AGM of the Company is being held through VC / OAVM.
2. Pursuant to the provisions of the Act, generally a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional/Corporate Members (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or Governing Body Resolution/ Authorization etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and cast their votes. The said Resolution/Authorization shall be sent to bibhu@lincolnelectric.in.
4. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed hereto.
5. The Register of Members and Share Transfer books of the Company will remain closed from 24th September 2021 to 29th September 2021 (Both days inclusive).
6. Intimation of any change of address should be given to the Company immediately.
7. Relevant documents referred to the accompanying notice are open for inspection by the Members at the registered office of the Company.
8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
10. Members can attend the AGM through Video Conference (VC) via Webex Platform. Physical attendance of the Members at the Meeting venue is not required.



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ANNEXURE TO THE NOTICE

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3 of the accompanying Notice

Item No. 3: Remuneration of Cost Auditor

As per notification issued by Ministry of Corporate Affairs for the amendment in Companies (Cost Record and Audit) Rules, 2014 dated 31st December 2014, Cost Audit will be applicable to the Company from FY 2014-15 onwards.

Accordingly the Board of Directors of the Company approved the appointment and remuneration of M/s. Sundar & Associates, Practicing Cost Accountants to conduct the Audit of Cost Records of the Company across various segments for the Financial Year 2021 -22.

In terms of the provisions of Section 148(3) of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended and approved by the Board of Directors has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No.3 of the Notice of the ratification of the remuneration payable to the Cost Auditor for the Financial Year 2021-22.

None of the Directors, KMP of the Company and their relatives, is in any way, concerned or interested, financially or otherwise in the resolution. The Board recommends the resolution set forth in **item No.3** for the approval of the Members.

-//BY ORDER OF THE BOARD//-

For Lincoln Electric Company (India) Private Limited

Sd/-

Place: Mahindra World City, Chengalpattu

Mr. Sundarram Srinivasan

Date: 24th September 2021

Managing Director (DIN: 00009622)