

## COASTAL ENERGEN PRIVATE LIMITED

Registered Office: 7<sup>th</sup> Floor, Buhari Towers, 5 Moores Road, Chennai – 600006

CIN: U40102TN2006PTC060009

### Notice of the 17<sup>th</sup> Annual General Meeting

Notice is hereby given that the Seventeenth Annual General Meeting of the Members of Coastal Energen Pvt Ltd will be held on 30<sup>th</sup> October, 2023 at 4 p.m.(IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:

#### BACKGROUND:

The Hon’ble National Company Law Tribunal (“NCLT”), Chennai Bench, had vide its order dated February 4, 2022 admitted the application for the initiation of the Corporate Insolvency Resolution Process (“CIRP”) of Coastal Energen Private Limited in terms of the Insolvency and Bankruptcy Code, 2016 (“IBC” or “Code”) read with the rules and regulations framed thereunder, as amended from time to time. Further, the NCLT vide its Order dated February 4, 2022 had appointed Mr. Radhakrishnan Dharmarajan, having IP registration No. IBBI/IPA-001/IP-P00508/2017-2018/10909, as the Interim Resolution Professional for the CIRP of the Company. In the meeting of Committee of Creditors held on 11<sup>th</sup> January, 2023 the resolution for appointment of Mr. Radhakrishnan Dharmarajan as the Resolution Professional for the CIRP of the Company was placed and the same was approved through e-voting.

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company comprising of the Balance Sheet as on March 31, 2023, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on March 31, 2023, together with the Report of the Directors and Auditors thereon.
2. Appointment to the Statutory Auditors

The tenure of M/s S Santhangopalan Co Chennai (Registration No. 0036045) as the Statutory Auditors of the company will be expiring on the conclusion of this 17<sup>th</sup> Annual General Meeting and they are eligible for re-appointment as the Statutory Auditors of the company for the second term of five years. M/s S Santhangopalan Co has given their consent for the re-appointment.



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

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modifications or re-enactment thereto, for time being in force), M/s S Santhangopalan Co, Chartered Accountants, Chennai (Registration No. 0036045) be and are hereby appointed as the Statutory Auditors of the Company for a second term of five years to hold Office from the conclusion of the ensuing Annual General Meeting till the conclusion of the Twenty Second Annual General Meeting and subject to ratification of appointment at every Annual General Meeting, at a remuneration as may be mutually agreed to, between the Company and M/s S Santhanagopalan & Co, Chartered Accountants plus applicable taxes and out-of-pocket expenses.”

“RESOLVED FURTHER THAT the Resolution Professional of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

#### SPECIAL BUSINESS

#### 3. Ratification of Remuneration to the Cost Auditors

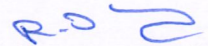
To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. BY & Associates, Cost Accountants (Firm's Registration No. 003498), appointed as the Cost Auditors of the Company by the Interim Resolution Professional for the conduct of the audit of the cost records of the Company for the financial year 2023 at a remuneration of 1,00,000 (Rupees One Lakh) plus reimbursement of the travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”



“RESOLVED FURTHER THAT the Resolution Professional of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**For Coastal Energen Private Limited**

  
**Radhakrishnan Dharmarajan**  
**Resolution Professional**



Place: Chennai  
Date: 28-10-2023



EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

The following Explanatory Statement sets out all the material facts relating to the Item Nos. 2 and 3 of the accompanying Notice dated 28<sup>th</sup> October, 2023.

In respect of Item No: 2

In accordance with the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), Company is required to appoint a Statutory auditor to audit the financial statements of the Company. M/s S Santhangopalan Co, Chartered Accountants, Chennai (Registration No. 0036045) was appointed as the Statutory Auditor of the company in the Twelfth Annual General Meeting and to hold office till the conclusion of the seventeenth Annual General Meeting. M/s S Santhangopalan Co has given their consent to continue as the Statutory Auditor of the company for the period of next 5 financial years at a remuneration as may be mutually agreed between the Company and M/s S Santhanagopalan & Co, plus applicable taxes and out-of-pocket expenses. Therefore, M/s S Santhangopalan Co be and hereby appointed as the Statutory Auditors of the Company to hold Office till the conclusion of the Twenty Second Annual General Meeting of the company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the Resolution at Item No. 2 of the Notice.

Accordingly, the RP recommends the Ordinary Resolution at item no. 2 of this Notice for the approval of the Members

In respect of Item No: 3

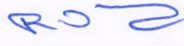
In accordance with the provisions of Section 148 of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the Company is required to appoint a cost auditor to audit the cost records of the Company. The Interim Resolution Professional of the Company has approved the appointment of M/s. BY & Associates, Cost Accountants as the Cost Auditor of the Company for the financial year 2023 at a remuneration of 100,000/-(Rupees One Lakh) plus reimbursement of all out of pocket expenses incurred, if any, in connection with the cost audit. The remuneration of the cost auditor is required to be ratified subsequently by the Members, in accordance with the provisions of the Act and Rule 14 of the Rules.



None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the Resolution at Item No. 3 of the Notice.

Accordingly, the RP recommends the Ordinary Resolution at item no. 3 of this Notice for the approval of the Members.

**For Coastal Energen Private Limited**

  
**Radhakrishnan Dharmarajan**  
**Resolution Professional**

Date: 28-10-2023

Place: Chennai

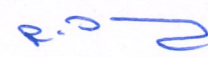




**NOTES:**

1. In view of the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circulars permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM, without the physical presence of the Members at a common venue.
2. In compliance with applicable provisions of the Act read with the MCA Circulars, the AGM of the Company is being conducted through VC/OAVM. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business as set out in the Notice is annexed hereto.
4. Pursuant to the provisions of the Companies Act, 2013, 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 applicable MCA, 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.
5. Corporate/ Institutional Members (i.e. other than Individuals, NRIs, etc.) are required to send a scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc., authorising their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting or during the AGM. The said Resolution/Authorisation shall be sent to the Resolution professional through email on his registered email ID- [cirp.coastal@gmail.com](mailto:cirp.coastal@gmail.com)
6. The Member's log-in to the Video Conferencing platform shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
8. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are M/s. KFin Technologies Private Limited ("KFintech") (formerly known as "Karvy Fintech Private Limited") having their office at Selenium Building, Tower B, Plot Nos. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032.

**For Coastal Energen Private Limited**

  
**Radhakrishnan Dharmarajan**  
**Resolution Professional**

Date: 28-10-2023

Place: Chennai

