

17. Prerequisites of General

Meetings

Appointment of chairman

Who? = member + Representatives

How? = Initially - By show of hands

if Poll is demanded - By Polling

Role? = Maintain decorum of meeting

✓ decide order of discussing of agendas.

✓ Prepare & sign minutes

✓ use casting vote (Authorised by AOA) IF NO PROVISION

in AOA, an ordinary resolution on which equity of votes

MGT II

Appointment of proxy

Who can appoint: members + Representatives

When this right is available: Companies (SC) ✓ → Available

Companies (SCX) → Available when given in AOA

prescribed companies → not available.

Who can be appointed: sec 8 co → only other member

Other CO → members + outsiders.

For how many persons a : Single member - No limit on PUC

Person can act as proxy up to 50 members + max 10% PUC

Time limit to deposit proxy form: 48 hrs before Gm

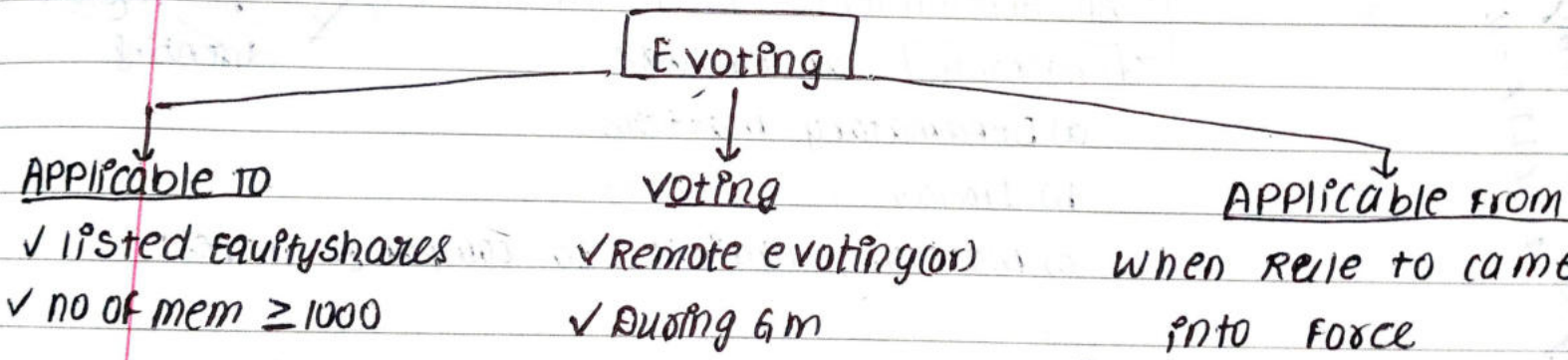
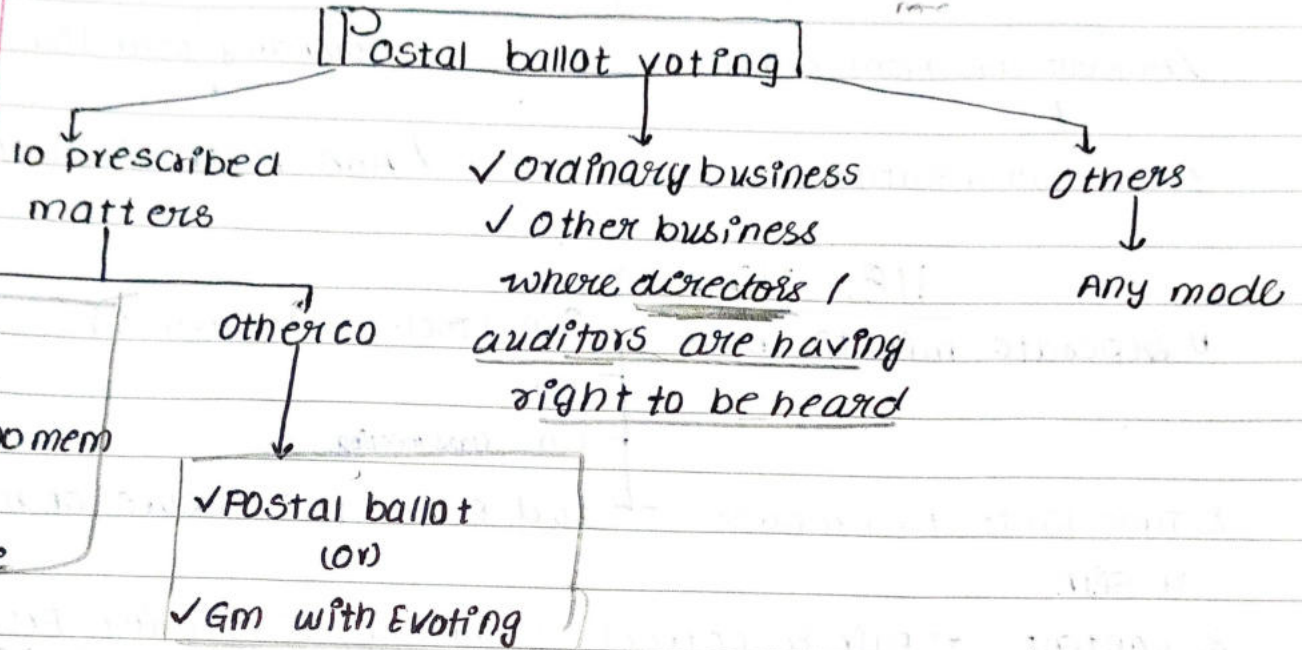
Inspection of proxy forms by other members

3d prior notice is required before Gm

Inspection starts from 24 hrs before Gm and ends by conclusion of Gm

Prior

- Appointment of Scrutinizer(s)
- ✓ By chairman
 - ✓ To conduct Poll
 - ✓ To file report to chairman



Note : Remote- e-voting \rightarrow Day before Gm By 5:00pm

Restrictions on voting ^{Rights} by company

Possible only in following cases

- ✓ Amount due from members (or) ✓ company used lien right
- + ✓ AOA Authorization
- + ✓ AOA Authorization

118. Minutes

- 1) Separate minutes book
 - Gm (Incl. Postal ballot)
 - Bm
 - Cm *Class meeting.*
- 2. Time limit to prepare - 30d from the closure of meeting & sign

- 3. content
 - Fair & correct summary of meeting proceedings
 - All appointments made at meeting
 - Chairman can exclude
 - a) Defamatory matters
 - b) Irrelevant matters
 - c) matters against to company's interest

Note : For Bm & Gm

- names of directors present
- names of directors dissented

- 4) signature
 - every page - Initialed / signed
 - last page - signed & dated

5) signed by:

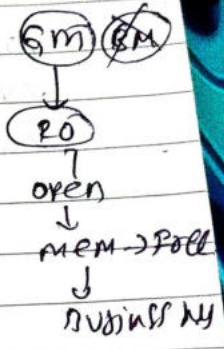
	Gm	PBV	Bm
must be signed by	<u>chairman of same Gm</u>	<u>chairman of Board meeting in which (or) PBV is authorised</u>	<u>chairman of same Bm</u>
If not possible	<u>any directors authorised by BOD</u>	<u>any director authorised by</u>	<u>chairman of next meeting</u>

6. Presented at : MB of GM → Reg'd office
 MB of BMLCM → Reg'd office / other place decided by BOD

7. Presented for : Permanently

8. Preserved under the custody of : CS (or) Any director authorised by BOD

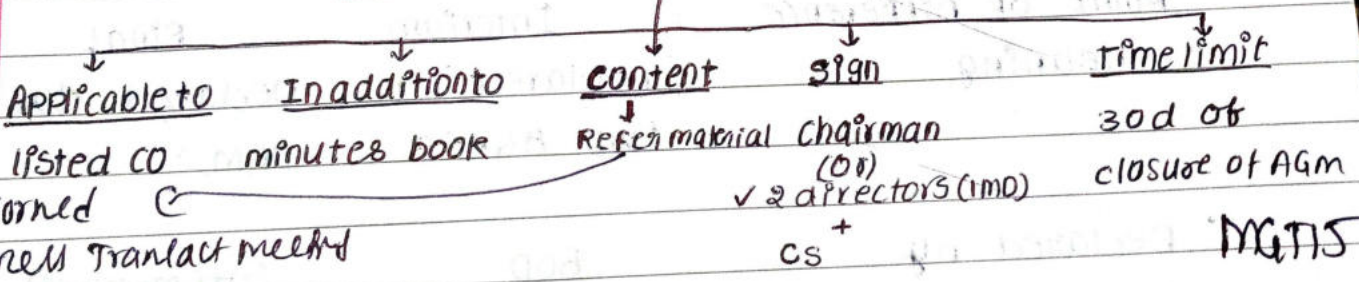
9. Inspection : → By member
 → During business hours (min 2 hrs/day)
 → Free of cost



10. COPY → BY members
 → Co. shall provide it within 7 working days
 → Soft copy → last 3 yrs → Free
 Before that - chargeable
 Hardcopy - chargeable

11) Advantages of maintaining - court presumes that the company has followed all provisions regarding meeting
 Proper minutes

*** Report on AGM**



- A -> Adjourned
- B - Business Transact meeting
- C - Other details
- L - law compliance
- D - Detail of meeting
- m - member
- C - chairman
- Q - Quorum

Exemptions available to OPC

1) meeting provisions - not applicable
 2) The Resolution will be passed by member's signature
 3) minutes book provisions - Applicable.