



Continental Carbon India Limited

CONTINENTAL CARBON INDIA LIMITED

CIN: U31908DL1985PLC112602

Regd. Office: F-40, N.D.S.E., Part - I, New Delhi - 110 049

Tel Nos. 0120 6721200, Fax Nos.0120 6721222, Website: www.continentalcarbonindia.com

NOTICE

Of the Annual General Meeting

Notice is hereby given that the 30th Annual General Meeting of Continental Carbon India Limited will be held on Friday, 25th September, 2015 at 11.00 a.m. at the Registered Office of the Company at F-40, N.D.S.E., Part – I, New Delhi – 110 049 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Profit & Loss Account for the year ended as on that date and the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Chao Tien-Fu (DIN 06682595), who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s Deloitte Haskins & Sells, Chartered Accountants, (Firm Reg. No. 015125N) as Statutory Auditor of the Company and in this connection, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

“RESOLVED THAT pursuant to the provisions of Section 139, 141 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, M/s Deloitte Haskins & Sells, Chartered Accountants (Firm Reg. No. 015125N), the retiring Auditors, be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Thirty First Annual General Meeting of the Company at a remuneration as may be determined by the Board of Directors of the Company and reimbursement of all out-of-pocket expenses, in connection with the audit of the accounts of the Company for the Financial Year 2015-2016.”

SPECIAL BUSINESS

4. To consider, and if, thought fit to pass with or without modifications, if any, the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to M/s VMSR & Associates, Cost & Works Accountants (Firm Registration No. 000428), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2016, amounting to Rs. 60,000/- (Rupees Sixty Thousand Only) plus service tax as applicable and re-imbusement of out-of-pocket expenses of Rs. 10,000/- (Rupees Ten Thousand Only) incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed.”

Place: New Delhi

Date: 02-09-2015

By order of the Board of Directors

**Registered Office:
F-40, N.D.S.E., PART-1,
NEW DELHI- 110049**

**Neha Gaur
Company Secretary**



Continental Carbon India Limited

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 19th September, 2015 to Friday, 25th September, 2015 (both days inclusive).

By order of the Board of Directors

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**Neha Gaur
Company Secretary**



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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.4

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s VMSR & Associates, Cost & Works Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2016. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution.

The Board commends the Ordinary Resolution set out at Item no. 4 for the approval of Members.

Inspection of Documents

The documents pertaining to special business are available for inspection at the registered office of the Company between 10.00 a.m. to 12.00 p.m. on any working day prior to the meeting

By order of the Board of Directors

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ATTENDANCE SLIP

I hereby certify that I am a registered member/proxy for the registered member of the Company.

I hereby record my presence at the 30th Annual General Meeting of the Company on Friday, 25th September, 2015 at 11.00 a.m. at the Registered Office of the Company at F-40, N.D.S.E., Part - I, New Delhi - 110 049

Name of the Attending Shareholder : _____
(In Block Letters)

Name of the Proxy : _____
(If the proxy attends instead of Shareholder)

Signature of the Shareholder/Proxy

Ledger Folio No. : _____

***DP ID :** _____

***Client Id :** _____

* Applicable for persons holding share in Electronic Form.

Notes: Shareholding/Proxy holders are requested to bring the Attendance Slips with them and handover the same at the entrance of the Meeting Hall



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Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies Management and Administration Rules, 2014]

ANNUAL GENERAL MEETING – SEPTEMBER 25, 2015

Name of the Member(s) :	
Registered address	
E-mail Id:	
Folio No. / Client Id :	
DP ID :	

I/We, being the holder(s) of _____ equity shares of Continental Carbon India Limited, hereby appoint

1.Name: _____ Address _____

E-mail Id: _____ Signature: _____ or failing him/her

2. Name: _____ Address _____

E-mail Id: _____ Signature: _____ or failing him/her

3. Name: _____ Address _____

E-mail Id: _____ Signature: _____

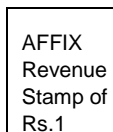
as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, September 25, 2015 at 11.00 a.m. at the Registered Office at F-40, N.D.S.E., Part – I, New Delhi – 110 049 of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Particulars
	Ordinary Business
1.	Adoption of Financial Statements and Reports thereon for the financial year ended 31 st March, 2015
2.	Re-appointment of Mr. Chao Tien-Fu as Director who retires by rotation.
3.	Appointment of M/s Deloitte Haskins & Sells, Chartered Accountants (Firm Reg. No. 015125N) as Auditors and fixing their remuneration.
	Special Business
4	Ratification of the remuneration of M/s VMSR & Associates, Cost & Works Accountants for the financial year ending 31st March, 2016

Signed this _____ day of _____ 2015

Signature of Shareholder _____

Signature of Proxy holder(s) _____



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.