



# Clean Science and Technology Limited

i n n o v a t i o n a t w o r k

## NOTICE

**NOTICE** is hereby given that the 18<sup>th</sup> Annual General Meeting of the Members of **CLEAN SCIENCE AND TECHNOLOGY LIMITED** (Formerly Known as Clean Science and Technology Private Limited) for the Financial year ended 31<sup>st</sup> March 2021 will be held at its Registered Office of the Company at Office No. 503, Pentagon Tower P-4, Magarpatta City, Hadapsar, Pune- 411013, on Tuesday, 15<sup>th</sup> June 2021 at 3.30 P.M. to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2021 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2021 and the Statement of Profit and Loss Account for the year ended as on that date along with the reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2021 and Auditors Report thereon.
3. To confirm the payment of Interim Dividend of Rs.25/- per equity share already paid during the year as the Final Dividend for the Financial Year 2020-21
4. To consider appointment of Mr. Pradeep R. Rathi (DIN 00018577) who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 5. Ratification of remuneration of Cost Auditors of the Company

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

“**RESOLVED THAT** pursuant to provisions of Section 148 (3) and other applicable provisions, if any, of The Companies Act 2013 and The Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of Audit Committee, the remuneration payable to M/s Dhananjay V. Joshi & Associates, Cost Accountants having firm Registration No. 000030 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2021-22, amounting to Rs. 3,15,000/- (Rupees Three Lacs Fifteen Thousand Only) plus payment of Goods and Service Tax as applicable and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”



(Erstwhile known as Clean Science and Technology Private Limited)

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CIN: U24114PN2003PLC018532

**6. To consider borrowing limits of Rs.500 Crores under Section 180(1) (c) of the Companies Act, 2013**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**

**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), as amended from time to time and the Rules framed thereunder, consent of the shareholders of the Company be and is hereby accorded to borrow, from time to time, any sum or sums of monies by way of cash credit, loans, overdraft, discounting of bills or any other type of credit facilities including the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) on such terms and conditions as may deem fit provided that the total amount so borrowed at any time shall not exceed Rs.500 crores or the aggregate of the paid up capital, free reserves and Securities Premium, whichever is higher."

**RESOLVED FURTHER THAT** Mr. Ashok R. Boob, Managing Director, Mr. Krishnakumar R. Boob, Whole-time Director, Mr. Siddhartha A. Sikchi, Whole-time Director be and are hereby severally authorised to sign, get registered and deliver on behalf of the Company all documents, forms relating to the above credit limits and secure the facilities by hypothecation of present and future assets (movable or immovable) and create an equitable mortgage on the fixed assets of the Company in favour of Banks/ Financial Institutions for availing the credit facilities made available to the Company.

**RESOLVED FURTHER THAT** pursuant to Section 77, 85 and 117 of the Act read with rules framed thereunder, Mr. Ashok R. Boob, Managing Director, Mr. Krishnakumar R. Boob, Whole-time Director, Mr. Siddhartha Sikchi, Whole-time Director or Company Secretary be and are hereby authorised to do all acts, deeds and things as may be necessary to give effect to the above resolutions and to authenticate and file relevant forms for creation, modification and satisfaction of charge or such other forms with the Registrar of Companies, and to make relevant entries in the register of charges.

**7. To consider and approve creation of charge on the movable and immoveable properties of the Company both present and future in respect of the borrowings under Section 180(1) (a) of the Companies Act, 2013**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**



**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and consent of the shareholders of the Company be and is hereby accorded to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, and in such manner as it may deem fit, together with power to take over the substantial assets of the Company in certain events in favour of banks/financial institutions, to secure rupee/foreign currency loans (hereinafter collectively referred to as "Loans") provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans for which the charge is to be created, shall not, at any time exceed Rs 500 crores (Rupees Five Hundred Crores) or the aggregate of the paid up capital, free reserves and Securities Premium of the Company, whichever is higher.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution

**BY ORDER OF BOARD OF DIRECTORS  
FOR CLEAN SCIENCE AND TECHNOLOGY LIMITED**



**MAHESH KULKARNI  
COMPANY SECRETARY**



**PLACE: PUNE**

**DATE: 12<sup>TH</sup> JUNE 2021**

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**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company. This form shall be lodged before the 48Hours before the commencement of Annual General Meeting.
2. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
3. The Register of Directors and key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules issued there under will be available for inspection by the members at the Annual General Meeting.
4. All documents referred accompanying Notice shall be open for inspection at the registered office of the company, on all working days, except Saturdays and Sundays between 10.00 a.m. to 6.00 p.m., up to the date of meeting
5. The audited Balance Sheet and Profit and Loss Account for the year ended as on that date, Directors report & Auditors report are attached with the notice.
6. The Company has received consents from its Shareholders for holding 18<sup>th</sup> Annual General Meeting on shorter notice.

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

**Item No. 5**

The Board of Directors of the Company at its meeting held on 12<sup>th</sup> June 2021 approved the appointment of M/s Dhananjay V. Joshi & Associates, Cost Accountants having firm Registration No. 000030 to conduct the audit of the cost records of the Company for the financial year 2021-22.

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, Board of Directors recommends the members to ratify the remuneration payable to the Cost Auditors for the audit of cost records of the Company for the financial year 2021-22 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors, in any way has any interest or concern in the resolution.

**Item No. 6 and 7**

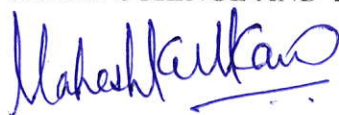
In terms of the provisions of Section 180(1)(c) of the Companies Act, 2013 the Board of Directors can exercise their powers to borrow money only with the consent of the shareholders obtained by a Special Resolution.

Further in terms of the provisions of Section 180(1)(a) of the Act, the Board of Directors can exercise their powers with the consent of the shareholders to create charge/ mortgage/ hypothecate on the Company's assets, both present and future, in favour of the lenders, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business).

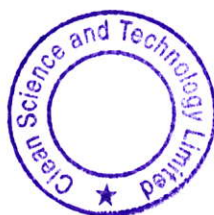
To enable the Board of Directors of the Company to borrow moneys, at any time which shall not exceed Rs.500 crores or the aggregate of the paid up capital, free reserves and Securities Premium, whichever is higher and to create charge on the assets of the Company both present or future the Board of Directors recommends approval from the shareholders for item no.6 and 7.

None of the Directors, in any way has any interest or concern in the resolution.

**BY ORDER OF BOARD OF DIRECTORS  
FOR CLEAN SCIENCE AND TECHNOLOGY LIMITED**



**Mahesh Kulkarni**  
Company Secretary



**Place: Pune**

**Date: 12<sup>th</sup> June 2021**



Resolution No.

1 .....

2 .....

3 .....

4 .....

5 .....

Affix Revenue  
Stamp

Signed this ..... day of..... 2021

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, before the commencement of the Meeting.**

### Route Map to the Venue of AGM

