

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

MGTII

Appointment of proxy

Who can appoint: members + Representatives

When this right is available: Companies (CSC ✓) → 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 upto 50 members - max 10% PUC

Time limit to deposit proxy form: 48 hrs before Gm

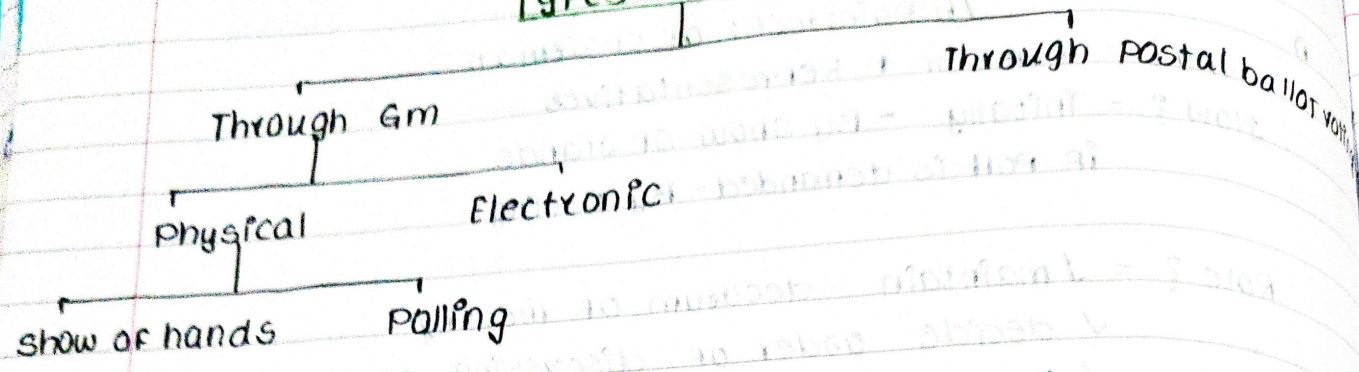
Inspection of proxy
Forms by other members

3d prior notice is required before Gm

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

Prior

Types of voting



show of hands

Not applicable:

1. Electronic voting
2. Demanded for Polling
3. Postal ballot Voting.

Polling

Who will decide?

Chairman ↙ suo motto
 Demand from certain members / Representatives / Proxies

How many persons :

need to demand companies (scv) $\frac{1}{10}$ th OF TVP (or)
 RS 5 lakhs PUC

companies (SCX) $\frac{1}{10}$ th OF TVP

Withdrawal of demand

: Person who made demand on
Withdraw from Polling

Time limit for conducting Poll

APP OF chairman } Immediately
 Adjournment OF G.M }

other matters

Appointment of Scrutinizer(s)

✓ By chairman

✓ To conduct Poll

✓ To file report to chairman

Postal ballot voting

to prescribed matters

✓ ordinary business

✓ other business

where directors /

auditors are having

right to be heard

others

Any mode

✓ OPC

✓ Any co.

with ≤ 200 mem

Any mode

other co

✓ Postal ballot (or)

✓ Gm with E voting

E voting

Applicable to

✓ listed Equity shares

✓ no of mem ≥ 1000

voting

✓ Remote e voting (or)

✓ During Gm

Applicable from

when Rule to come into force

Note : Remote- e- voting → 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) Seperate 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 & Cm → 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	chairman of same Gm	chairman of Board meeting in which (or) PBV is authorised	chairman of same Bm
If not possible	any directors authorised by BOD	any director authorised by	chairman of next meeting

MB OF BM/CM → Reg'd office / other place decided by BOO

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

- During business hours (min 2 hrs/day)
- Free of cost

- Co. shall provide it within 7 working days
- Soft copy → last 3 yrs → Free

Hand copy - chargeable

1) Advantages of maintaining - court presumes that the company has followed all provisions regarding proper minutes meeting.

Report on AGM

time limit

closure of AGM

D - Detail of meeting

Exemptions available to OPC

1) meeting provisions - not applicable

2) The Resolution will be passed by member's signature

3) minutes book - Provisions - Applicable.

Q - Q u s o m.