

**NATIONAL SEEDS CORPORATION LIMITED**

(A Government of India undertaking, Miniratna Company)

**(CIN: U74899DL1963GOI003913)**

"An ISO 9001 & 14001 Certified Company

Regd. Office:- BEEJ BHAWAN, PUSA COMPLEX,  
NEW DELHI-110 012 (INDIA)

Phones: 011-25842383, 25846272, 25842692, 25843673

E-mail-nsc@indiaseeds.com/cs@indiaseeds.com

Website :[www.indiaseeds.com](http://www.indiaseeds.com)

No. NSC/58<sup>th</sup> AGM/2021-CS

Dated: the 1<sup>st</sup> February, 2022

**NOTICE**

**SHORTER NOTICE IS HEREBY GIVEN THAT** the 58<sup>th</sup> third Adjourned Annual General Meeting of the Members of National Seeds Corporation Limited, which was originally held on the 30<sup>th</sup> November 2021 adjourned for want of C&AG comments to held on 31<sup>st</sup> December 2021 and thereafter adjourned second time for want of quorum to held on 07<sup>th</sup> January 2022 however could not be held for want of C&AG comments, is now scheduled to be held on Friday, the 04<sup>th</sup> February 2022 at 11:00 AM at Registered Office of National Seeds Corporation Limited, (NSC) at Beej Bhawan, Pusa Complex, New Delhi-110 012 through Video Conferencing in accordance with the applicable provisions of the Companies Act, 2013 read with Ministry of Corporate Affairs (MCA) General Circulars, to transact the following businesses:-

**ORDINARY BUSINESS:**

To consider and if thought fit to pass, with or without modifications the following Resolutions as Ordinary Resolutions:-

**1. To consider and adopt the Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021, the Report of the Board of Directors and Auditors thereon:**

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

**"RESOLVED THAT** the Audited standalone Financial Statements of National Seeds Corporation Limited for the Financial Year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board of Directors and the Auditors thereon be and the same are hereby considered and adopted."

**2. To declare final dividend on Equity Shares of the Company for the Financial Year 2020-21:**

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

**“RESOLVED THAT** the final dividend @ 30% of Profit After Tax (PAT) on the paid up Equity Share Capital of the Corporation as recommended by the Board of Directors be and is hereby declared for the Financial Year 2020-21.”

**3. To take note the appointment of Statutory Auditors and ratify remuneration of Statutory Auditors for the financial year 2020-21:**

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 and the Companies (Audit and Auditors) Rules, 2014 including any Statutory Modification(s) thereof, and with the consent of the Auditors concerned, the appointment of Statutory Auditors and Branch Auditors as made by the Comptroller and Auditor General of India for National Seeds Corporation Limited for the Financial Year 2020-21 vide letter No. CA.V./COY/CENTRAL GOVERNMENT, NSEEDS (15)/208 dated 13.08.2020 containing terms and conditions and their remuneration as detailed below be and the same are hereby approved:-

i.	Statutory Auditors consolidation of Accounts of the Corporation as a whole & Audit of Head Office including Audit work relating to Internal Financial Control.	Rs. 3,60,000.00
ii.	Branch Auditor Regional Office (RO), Kolkata	Rs. 34,000.00
iii.	Branch Auditor Regional Office,(RO), Secunderabad	Rs. 34,000.00
iv.	Branch Auditor Regional Office (RO), Pune	Rs. 34,000.00
v.	Branch Auditor Regional Office (RO, Chennai	Rs. 34,000.00
vi.	Branch Auditor Regional Office (RO), Patna	Rs. 34,000.00
vii.	Branch Auditor Regional Office (RO), Bangalore	Rs. 34,000.00
viii.	Branch Auditor Regional Office, (RO), Gandhinagar	Rs. 34,000.00
ix.	Branch Auditor Regional Office, (RO), Lucknow	Rs. 42,000.00
x.	Branch Auditor Regional Office, (RO), Bhopal	Rs. 42,000.00
xi.	Branch Auditor Regional Office, (RO), Chandigarh	Rs. 42,000.00
xii.	Branch Auditor Regional Office, (RO), Jaipur	Rs. 42,000.00
xiii.	Branch Auditor CSF, Suratgarh, Sardargarh & Jetsar (Raj)	Rs. 90,000.00
xiv.	Branch Auditor CSF, Hisar (Haryana)	Rs. 30,000.00
xv.	Branch Auditor CSF, Raichur (Karnataka)	Rs. 30,000.00

**“RESOLVED FURTHER THAT** the revision in the remuneration of Statutory Auditors for audit of Head Office including IFC and Consolidation of Accounts from Rs. 3,60,000.00 to Rs. 4,10,000.00 from the year 2020-21 onwards, as approved by the Board of Directors be and is hereby ratified.”

**4. To take note the appointment and remuneration of Statutory Auditors for the Financial Year 2021-22:**

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 and the Companies (Audit and Auditors) Rules, 2014 including any Statutory Modification(s) thereof, and with the consent of the Auditors concerned, the appointment of Statutory Auditors and Branch Auditors as made by the Comptroller and Auditor General of India for National Seeds Corporation Limited for the Financial Year 2021-22 vide letter No. CA.V./COY/CENTRAL GOVERNMENT, NSEEDS (15)/982 dated 26.08.2021 containing terms and conditions and their remuneration as detailed below be and the same are hereby approved:-

i.	Statutory Auditors consolidation of Accounts of the Corporation as a whole & Audit of Head Office including Audit work relating to Internal Financial Control.	Rs. 3,60,000.00
ii.	Branch Auditor Regional Office (RO), Kolkata	Rs. 34,000.00
iii.	Branch Auditor Regional Office,(RO), Secunderabad	Rs. 34,000.00
iv.	Branch Auditor Regional Office (RO), Pune	Rs. 34,000.00
v.	Branch Auditor Regional Office (RO, Chennai	Rs. 34,000.00
vi.	Branch Auditor Regional Office (RO), Patna	Rs. 34,000.00
vii.	Branch Auditor Regional Office (RO), Bangalore	Rs. 34,000.00
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ix.	Branch Auditor Regional Office, (RO), Lucknow	Rs. 42,000.00
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xii.	Branch Auditor Regional Office, (RO), Jaipur	Rs. 42,000.00
xiii.	Branch Auditor CSF, Suratgarh, Sardargarh & Jetsar (Raj)	Rs. 90,000.00
xiv.	Branch Auditor CSF, Hisar (Haryana)	Rs. 30,000.00
xv.	Branch Auditor CSF, Raichur (Karnataka)	Rs. 30,000.00

**“RESOLVED FURTHER THAT** the revision in the remuneration of Statutory Auditors for audit of Head Office including IFC and Consolidation of Accounts from Rs. 3,60,000.00 to Rs. 4,10,000.00 for the Financial year 2021-22, as approved by the Board of Directors be and is hereby ratified.”

**5. To regularize appointment of Shri Rakesh Singh Nayal, (DIN: 09300428), Deputy Secretary (Seeds), Ministry of Agriculture & Farmers Welfare, Dept. of Agriculture & Farmers Welfare, Govt. of India as Government Nominee Director of the Company and in this regard 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 149, 152 and 161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Rakesh Singh Nayal, (DIN: 09300428), Deputy Secretary (Seeds), Ministry of Agriculture & Farmers Welfare, Govt. of India, who was appointed as Government Director by President of India pursuant to the powers vested under Articles of Association of the Company and assumed charge on 29.09.2021 be and is hereby regularized to be appointed as Government Director on the Board of the Company.”

By order of the Board of Directors of  
National Seeds Corporation Limited

(**Aayushi Kanodia**)  
Asst. Mgr. (Company Secretary)

Registered office:  
National Seeds Corporation Limited  
Beej Bhawan, Pusa Complex,  
New Delhi-110012.

Date: the 1<sup>st</sup> Feb., 2022.

**NOTES:-**

1. In view of the COVID 19 pandemic situation, the Ministry of Corporate Affairs (MCA) vide its Circular dated 13<sup>th</sup> January, 2021 read together with Circular dated 8<sup>th</sup> April, 2020 and 5<sup>th</sup> May 2020 (collectively referred to as ‘Circulars’), permitted convening the Annual General Meeting (AGM/ Meeting) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode. In compliance with the said requirements of the MCA Circulars and provisions of the Companies Act, 2013, the AGM of the Company is being held through VC/OAVM. The venue of the AGM shall be the Registered Office of the Company
2. In compliance of the Statutory Guidelines, Notice of the AGM alongwith the Annual Report for the financial year ended 31<sup>st</sup> March, 2021 consisting of financial statements including Board’s Report, Auditors’ Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent to members on their e-mail IDs registered with the Company through electronic means. The Notice alongwith Annual Report has also been hosted on the website of the Company i.e. [www.indiaseeds.com](http://www.indiaseeds.com).
3. In accordance with the aforementioned MCA Circulars, the Company is providing the VC facility to the members and other participants for attending the Meeting through **“GOOGLE MEET Software”**. The members and other participants are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:
  - a. The login-id and password for joining the meeting has been separately provided along with this Notice;
  - b. The primary requirements for effective participation in the meeting are Laptop or Desktop system with webcam, G-mail account and proper internet connectivity;

- c. The facility for joining the Meeting shall be kept open 30 minutes before the time scheduled to start the meeting i.e. [10:30 A.M.] and 15 minutes after the expiry of the said scheduled time i.e. till [01:00A.M.]; and
- d. Members are requested to e-mail at [cs@indiaseeds.com](mailto:cs@indiaseeds.com)/ [it@indiaseeds.com](mailto:it@indiaseeds.com) or call at 011-25843673 in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC.
4. The shareholders can attend the meeting physically if so desired. However, this AGM is being held through VC/OAVM pursuant to the MCA Circulars, hence the option to dispense with physical attendance of Members will be provided. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM. However, in terms of Section 112 of the Companies Act, 2013, representatives of the President of India can attend the AGM through VC/OAVM and cast their votes. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of quorum under Section 103 of the Companies Act, 2013.
5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available at the Registered office of the Corporation and also in electronic form for inspection pursuant to Section 171(1)(b) of the Companies Act, 2013 during the Meeting.
6. The Financial Statements for the year 2020-21 as approved by the Board of Directors were forwarded to the Comptroller and Auditor General of India (C&AG) u/s 143(6) of the Companies Act, 2013. The comments of C&AG which could not be released so far and therefore these were not placed at the last Adjourned Annual General Meeting are now received from the C&AG and the same is circulated to the Members with this Notice.
7. There are 6 Associate Companies of NSC, whose Financial Statements are required to be consolidated and also to be attached with the Financial Statement of NSC pursuant to the provisions of Section 129(3) of the Companies Act, 2013 and Rules thereunder, but despite letters and reminders, these Associate Companies have not sent the Financial Statements to NSC within time for complying with the above legal requirements.

In order to avoid needless delay, Standalone Financial Statement of NSC is placed. Matter has already been brought to the Notice of MOA&FW which is the Administrative Ministry of NSC.

**To Members,**

- i. Hon'ble President of India through Authorized Representative Shri S.S. Vagulaparnam, US (Seeds), GOI, MOA &FW, Krishi Bhawan, New Delhi.
- ii. Shri Ashwani Kumar, JS (Seeds), MOA&FW, Krishi Bhawan, New Delhi.
- iii. Smt. Shubha Thakur, JS (Crops & Oilseeds), MOA&FW, Krishi Bhawan, New Delhi.
- iv. Smt. Chhavi Jha, JS (RKVY), MOA&FW, Krishi Bhawan, New Delhi.
- v. Shri Rajbir Singh Panwar, JS (MIDH), MOA&FW, Krishi Bhawan, New Delhi.
- vi. Shri Rajesh Jaiswal, DS (Finance), MOA&FW, Krishi Bhawan, New Delhi.
- vii. Shri S.S. Vagulaparnam, US (Seeds), GOI, MOA &FW, Krishi Bhawan, New Delhi.
- viii. Shri V. Mohan, Director (Finance), National Seeds Corporation Ltd., New Delhi.

**Copy to:-**

1. Shri V. Mohan, Director (Finance), National Seeds Corporation Limited.
2. Smt. Shubha Thakur, Government Director, National Seeds Corporation Limited.
3. Smt. S. Rukmani, Government Director, National Seeds Corporation Limited.
4. Dr. Sudhir Mohanrao Kokare, Independent Director, National Seeds Corporation Limited.
5. Smt. Archana Mishra, Independent Director, National Seeds Corporation Limited.
6. M/s Arora & Chaudhary, 8/28, W.E.A. Abdul Aziz Road, Opposite Shastri Park, Karol Bagh, New Delhi-110 005.
7. M/s. VAP & Associates, Company Secretaries, 387, First Floor, Shakti Khand-3rd, Indrapuram, Ghaziabad, U.P.-201010
8. Shri Kaushik Rakshit, Senior General Manager (F&A), National Seeds Corporation Limited, New Delhi.