

NOTICE FOR ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th Annual General Meeting of the members of NORTHERN AROMATICS LIMITED will be held at its Registered Office at Flat No. 5, UGF, Indra Prakash Building, 21, Barakhamba Road (Landmark: Near Barakhamba Metro Station), New Delhi – 110001 on Monday, the September 30, 2019 at 3:00 PM to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statement of the Company for the year ended 31st March, 2019 including audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint M/s Bansal & Co. LLP, Chartered Accountants (Firm Registration No. 001113N/N500079) as Statutory Auditors of the Company and fix their remuneration 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 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/s Bansal & Co. LLP, Chartered Accountants (Firm Registration No. 001113N/N500079), be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of the 39th Annual General Meeting (AGM) till the conclusion of the 44th AGM of the Company to be held in the year 2024 at such remuneration as may be agreed upon between the Board of directors and statutory Auditors in addition to the reimbursement of actual out of pocket expenses incurred in relation with the audit of accounts of the Company.”
3. To appoint a director in place of Mr. Sanjay Agarwal (DIN: 00655379), who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board
For NORTHERN AROMATICS LIMITED

Place: New Delhi
Date: September 7, 2019

(Divakar Nagpal)
Whole Time Director
DIN: 07193780

Copy: To all members, directors and statutory auditors.

NOTES:

1. The Register of Members will remain closed on Thursday, September 26, 2019 to Friday, September 27, 2019 for annual closing.
2. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.
3. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Details of Director(s) seeking re-appointment in meeting is attached as Annexure A and Route map of venue of meeting is attached as Annexure B.
5. The Attendance Slip, Proxy Form and Annual Report for FY 2018-19 are enclosed.

Details of Directors Seeking Re-appointment in Annual General Meeting**Annexure-A**

Director`s Identification Number (DIN)	00655379
Name	Sanjay Agarwal
Date of birth	01-01-1959
Date of first appointment on Board	18-08-1999
Qualification	B.Com, FCA
Experience	34 years
Terms & Conditions of reappointment	As per Company`s policy
Remuneration sought to be paid	Rs. 7500/- per meeting day as sitting fee
Remuneration last drawn	Rs. 7500/- per meeting day as sitting fee
Shareholding in the Company as on 31.03.2019	100 Eq. Sh. (as a Nominee of Devi Associates)
Relationship with other Directors and KMPs of the Company	None
No. of Meetings of Board attended during the year	Five
List of companies in which directorship held	1. Param Investments Pvt. Ltd. 2. Welltime Investments Pvt. Ltd. 3. British Health Products India Ltd.
Chairman/Member of the Committee of Board of Directors of other companies	None

ROUTE MAP**Annexure-B**