

## THE GENERAL TALKIES PRIVATE LIMITED

8-D, 2<sup>nd</sup> Floor, M.J. Building, Bhagirath Palace, Chandni Chowk, Delhi 110006

CIN- U92111DL1935PTC000395

E-mail: general.talkies@gmail.com, thegeneraltalkies@gmail.com

Ph.: 011-23866427, 011-45501999 website: www.generaltalkies.com

### NOTICE

**NOTICE** is hereby given that 88<sup>th</sup> Annual General Meeting of the Members of The General Talkies Private Limited ('Company') will be held on Monday, the 30<sup>th</sup> day of September 2024 at 3:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") via ZOOM to transact the following businesses.

Members are requested to attend the 88<sup>th</sup> Annual General Meeting of the Company through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") via ZOOM. Initially the Notice will be sent to designated email address registered with the Company and thereafter, basis the resolution/authorization received to the Company from the Corporate/other Shareholders the email address of their representatives as mentioned in such authorization shall be eligible to participate in the meeting. The link and invitation to said representative to join the meeting shall be sent by the Company only to their designated email id which will be registered by the Company. All intimation in this regard must be addressed to Ms Barkha Kumar, Whole Time Director at general.talkies@gmail.com; contact no. +91 9810834583. The explanatory notes as appended to the Notice must be read and followed for the purpose of this AGM to transact the following business:

### AGENDA

#### AS ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Financial Statements of the Company for the year 2023-2024 including audited Balance Sheet as at 31<sup>st</sup> March 2024, the Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon.**

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

#### **Resolution: 1**

**"RESOLVED THAT** Financial statements for the year ended 31<sup>st</sup> March 2024 including audited Balance Sheet as at 31<sup>st</sup> March 2024, the Statement of Profit and Loss and the report of Auditors and Board of Directors thereon as placed before the members be and hereby considered and adopted".

- 2. To declare final dividend of ₹ 33.5/- per equity share for the financial year ending March 31, 2024.**

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

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**Resolution: 2**

“**RESOLVED THAT** final dividend of ₹ 33.5/- per equity share aggregating to Rs. 6,71,608/- (Rupees Six Lakh Seventy One Thousand Six Hundred Eight only) on the equity share capital of the company for the financial year ended on March 31, 2024 as recommended by the Board, be and is hereby declared.”

**3. To approve the re-appointment of M/s J C Bhalla & Co., Chartered Accountants (FRN 001111N), Statutory Auditors of the Company.**

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

**Draft Resolution: 3**

“**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s J. C. Bhalla & Co. Chartered Accountants, (Firm Registration No. FRN 001111N.) be and is hereby re - appointed as the Statutory Auditors of the Company for five years and to hold the office from the conclusion of this 88<sup>th</sup> Annual General Meeting till the conclusion of 93<sup>rd</sup> Annual General Meeting of the Company, subject to ratification as to the said re-appointment at every Annual General Meeting, at a remuneration to be decided by the Board of Directors plus applicable taxes.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

**By Order of the Board  
For The General Talkies Private Limited**

**Sd/-  
Barkha Kumar  
(Whole Time Director)  
DIN 01723882**

**Place: Delhi**

**Date: August 28, 2024**

**Regd. Office :**

**8-D, 2<sup>nd</sup> Floor, M. J. Building,  
Bhagirath Palace, Chandni Chowk,  
Delhi – 110006**

**88<sup>th</sup> Annual Report 2023-2024**

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**NOTES:**

1. The Ministry of Corporate Affairs (MCA) vide reference to Circular No. 09/2023 dated September 25, 2023 read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 2/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 and all other relevant circulars issued from time to time (hereinafter collectively referred to as "MCA Circulars") permitted holding of the annual general meeting through VC / OAVM up to September 30, 2024. Hence in compliance with these Circulars, the annual general meeting of the Company (hereinafter referred as "AGM") will be conducted through Video Conferencing (VC) / Other Audio Visual Mode (OAVM). The deemed venue for the 88th AGM shall be the Registered Office of the Company.
2. Since, this AGM is being held pursuant to the MCA Circulars through VC / OAVM via ZOOM, physical attendance of Members has been dispensed with, accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Route Map and Attendance Slip have not been sent through this Notice. However, corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution/ authorization to the Company, authorizing their representative to attend and vote on their behalf at the meeting through e-mail to Company at [general.talkies@gmail.com](mailto:general.talkies@gmail.com).
3. Members are requested to send their queries, if any, related to accounts and operations of the company at least 3 days before the meeting to Ms Barkha Kumar, Whole time Director at [general.talkies@gmail.com](mailto:general.talkies@gmail.com) so that the information can be made available at the meeting.
4. All documents required to be kept open for inspection, if any, shall be open for inspection at the Registered Office of the Company between 2.00 P.M. and 5.00 P.M. on all working days (except Saturday, Sundays and Holidays) and also during the meeting electronically for inspection. The inspection will be done post advance intimation of 24 hours to the Company.
5. The register of members and share transfer books of the Company will remain closed from 16<sup>th</sup> Day of September, 2024 till the date of AGM [both days inclusive] for annual closing and determining the entitlement of the Shareholders to the Dividend for the Financial Year 2023-24.

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6. The Dividend for the Financial Year 2023-24, as recommended by the Board of Directors, if approved at the AGM, would be paid / credited within the time prescribed under the Act subject to deduction of tax at source, to the shareholders. Payment of dividend shall be made through electronic mode to the Members who have updated their bank account details.
7. Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended), all Equity Shares on which dividend has not been paid or claimed for 7 (seven) consecutive years or more shall be transferred to the Investor Education and Protection Fund (IEPF) authority after complying with the procedure laid down under the said Rules.
8. Members may note that the Income Tax Act, 1961 ("IT Act, 1961"), as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020 shall be taxable in the hands of the Shareholders. The Company shall, therefore, be required to deduct Tax at Source (TDS)/ withhold tax at the time of making payment of Dividend, if declared by the Shareholders. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961. The withholding tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder with the Company.
9. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.
10. Notice of 88th AGM will be hosted on the website of the Company at [www.generaltalkies.com](http://www.generaltalkies.com).
11. NSDL has issued DEMAT registration number to the Company's shares. The Company has appointed M/s Alankit Assignments Limited as its Registrar and Transfer Agents (RTA). The ISIN Code of Company's shares is INE01EM01014. Members who wish to convert their shares in DEMAT Mode can contact their respective DP.

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12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to Ms Barkha Kumar, Whole Time Director.

### 13. Explanatory notes for attending meeting through electronic means

- a. Members of the Company joining through OAVM via Zoom shall be counted for the purpose of quorum under Section 103 of the Companies act 2013. The OAVM facility that will be provided by the Company will allow for two-way communication by all members.
- b. The facility to appoint proxy to attend and cast vote for the members wishing through electronic means is not available for this AGM.
- c. Copies of the Financial Statements including Directors report, Auditors Report[ collectively referred to as "Annual report"] and the Notice of AGM is being sent only by email to the members and to all other persons so entitled and who have registered their email addresses with the Company. The email addresses for receiving the physical copies of Annual Report and Notice of AGM, shall be registered by sending intimation to Ms. Barkha Kumar, Whole Time Director at [general.talkies@gmail.com](mailto:general.talkies@gmail.com). That post successful registration of the emails the member would get soft copy of the Annual Report along with Notice of Annual General Meeting.
- d. That the Members shall attend the AGM by using the link given below.

Join Zoom Meeting

<https://us02web.zoom.us/j/83859742674?pwd=4KIMQP1AmJ7gDGOsaGhz5y7lQa8jrL.1>

Meeting ID: 838 5974 2674

Passcode: 3MXxCH

- Once you join, you would be admitted to a waiting room. Kindly enter your folio number or name for identification, so that you can be identified and let in.
  - In case you are not identifiable your entrance can be restricted.
- e. For any technical assistance/helpline, please contact the Ms. Barkha Kumar, Whole Time Director at [general.talkies@gmail.com](mailto:general.talkies@gmail.com).
  - f. The link to join the meeting shall remain open at least 10 minutes before the scheduled time of the commencement of the meeting and shall remain open till the expiry of 15 minutes after the conclusion of the meeting.
  - g. Directors, Auditors and those entitled shall attend the meeting without any

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restrictions. The participants are requested to keep their video on however they can keep themselves on mute for proper management.

- h. Members may note that the Zoom has facility to pose questions concurrently or else they are requested to send their queries, if any, related to accounts and operations of the company at least 3 days before the meeting to the Ms. Barkha Kumar, Whole Time Director at [general.talkies@gmail.com](mailto:general.talkies@gmail.com) so that the information can be made available at the meeting.

**By Order of the Board  
For The General Talkies Private Limited**

**Sd/-**

**Barkha Kumar  
(Whole Time Director)  
DIN 01723882**

**Place: Delhi**

**Date: August 28, 2024**