



# CONTINENTAL PETROLEUMS LIMITED

Regd. Office : A-2, Opp. Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR - 302 005 Rajasthan (INDIA)  
Phone: +91-141-222 2232 Email : conpetco@gmail.com  
CIN No. : L23201RJ1986PLC003704 GSTN : 08AAACC7033L1ZM

# Contol

Lubricants-Accelerating Performance

www.contol.in  
www.conpetco.com

## NOTICE OF 2nd BOARD MEETING/F.Y. 2022-23

Date: 23.05.2022

To,  
The Board of Directors  
CONTINENTAL PETROLEUMS LIMITED  
A-2, opp. Udyog bhawan, Tilak Marg,  
C-Scheme, Jaipur Rajasthan 302005

### Intimation: Board Meeting on Monday, 30<sup>th</sup> May, 2022 at 04.00 P.M


Dear Sir,

Notice is hereby given that meeting of the Board of Directors of the Company is scheduled to be held on **Monday, 30<sup>th</sup> May, 2022 at 04.00 P.M** at **A-2, Opp. Udyog Bhawan, Tilak Marg, C-Scheme, Jaipur Rajasthan 302005**.

The agenda of the business to be transacted at the meeting is enclosed herewith.

You are requested to make it convenient to attend the meeting.

For CONTINENTAL PETROLEUMS LIMITED

  
MADAN LAL KHANDELWAL  
(Managing Director)  
DIN: 00414717



1 | Page



ISO 14001:2015 & 9001:2015 Certified

**AGENDA OF THE 2nd MEETING OF THE BOARD OF DIRECTORS FOR THE F.Y. 2022-23 OF CONTINENTAL PETROLEUMS LIMITED TO BE HELD ON MONDAY, 30<sup>TH</sup> MAY, 2022 AT 04.00 P.M AT A-2, OPP. UDYOG BHAWAN, TILAK MARG, C-SCHEME, JAIPUR RAJASTHAN 302005**

| <b>Item No.</b> | <b>Particulars</b>                                                                                                                                                                             | <b>Action</b>       |
|-----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| 1.              | To Elect Chairman of the meeting, in case Existing Chairman is not present.                                                                                                                    | Appointment         |
| 2.              | To ascertain the requisite Quorum                                                                                                                                                              | Ascertainment       |
| 3.              | To grant Leave of absence                                                                                                                                                                      | Approval            |
| 4.              | To confirm and approve the minutes of the previous meeting of Board of directors held on 25 <sup>th</sup> April,2022.                                                                          | Confirmation        |
| 5.              | To take note of Corporate Governance Report for the quarter ended 31 <sup>st</sup> March, 2022.                                                                                                | Noting              |
| 6.              | To take note of Shareholding Pattern as per Regulation 31 for the quarter ended 31 <sup>st</sup> March, 2022.                                                                                  | Noting              |
| 7.              | To take note of Reconciliation of Share Capital Audit Report as per Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018 for the quarter ended 31 <sup>st</sup> March, 2022. | Noting              |
| 8.              | To take note of Investor Complaint as per Regulation 13(3) for the quarter ended 31 <sup>st</sup> March, 2022.                                                                                 | Noting              |
| 9.              | To take note of Certificate by Practicing Company Secretary as per Regulation 40(9) for the Financial Year ended 31 <sup>st</sup> March, 2022.                                                 | Noting              |
| 10.             | To take note of compliance certificate by Registrar and Share Transfer Agents under Regulation 7 (3) for the quarter ended 31 <sup>st</sup> March, 2022.                                       | Noting              |
| 11.             | To take note of certificate under Regulation 74(5) for the quarter ended 31 <sup>st</sup> March, 2022.                                                                                         | Noting              |
| 12.             | To consider, approve and take on record the Audited Financial Results of the Company for the quarter and year ended 31 <sup>st</sup> March 2022, along with Auditors report thereon.           | Consider / Approval |
| 13.             | To consider and approve the appointment of M/s Ajay Khandelwal & Associates, Chartered Accountants as Internal Auditors for the F.Y.                                                           | Consider / Approval |

|     |                                                                                                                                         |                     |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------|---------------------|
|     | 2022-23                                                                                                                                 |                     |
| 14. | To consider and approve the appointment of CS Trishla Gupta, Company Secretary in Practice as Secretarial Auditors for the F.Y. 2022-23 | Consider / Approval |
| 15. | Any other matter with the permission of the Chair                                                                                       |                     |

## NOTES TO THE AGENDA

### Item No. 1

#### To Elect Chairman of the Meeting

Board members may please note that Mr. Madan Lal Khandelwal, Chairman of the Company will preside over the Meeting. In case, he is not able to attend the Meeting, the Directors present will have to elect one of them as Chairman of the Meeting.

**“Resolved That** Mr. Madan Lal Khandelwal be and is hereby appointed as Chairman of the Meeting”.

### Item No. 2

#### To Ascertain the Quorum for the Meeting

Board members may please note that the Chairman of the Meeting will ascertain whether the requisite quorum for the Meeting of the Board of Directors is present or not.

### Item No. 3

#### To Grant Leave of Absence

Board members may consider the matter of granting the leave of absence to the Director(s) who may have sought the leave of absence.

### Item No. 4

#### To confirm and approve the minutes of the previous meeting of Board of directors held on 25<sup>th</sup> April, 2022

The meeting of Board of Directors of the Company was held on 25th April, 2022 at registered office of the Company. The draft minutes of the same were circulated to the Board for its confirmation

The Board is requested to consider and pass the following resolution:

**“Resolved that** the minutes of the meeting of Board of Directors of the Company held on 25th April, 2022 as circulated earlier and placed before the Board be and are hereby confirmed and approved.”

#### **Item No. 5**

##### **To take note of Corporate Governance Report for the quarter ended 31st March, 2022**

Board may please note that as per Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity shall require to submit a quarterly Corporate Governance report to stock exchange within 15 days from the end of each quarter. The Corporate Governance report for the quarter ended 31st March, 2022 sent to stock exchange is placed before the board. The board may take note of the same.

#### **Item No. 6**

##### **To take note of Shareholding Pattern as per Regulation 31 for the quarter ended 31st March, 2022**

Board may please note that as per Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity shall require to submit Shareholding Pattern to stock exchange within 21 days from the end of each quarter. The Shareholding Pattern for the quarter ended 31st March, 2022 sent to stock exchange is placed before the board. The board may take note of the same.

#### **Item No. 7**

##### **To take note of Reconciliation of Share Capital Audit Report as per Regulation 76 of SEBI (Depositories & Participants) Regulation, 2018 for the quarter ended 31st March, 2022**

Board may please note that as per Regulation 76 of SEBI (Depositories & Participants) Regulation, 2018, the listed entity is require to submit Reconciliation of Share Capital Audit Report to stock exchange within 30 days from the end of each quarter. The Reconciliation of Share Capital Audit Report for the quarter ended 31st March, 2022 sent to stock exchange is placed before the board. The board may take note of the same.

#### **Item No. 8**

##### **To take note of Statement of Investor Complaint as per Regulation 13(3) for the quarter ended 31st March, 2022**

Board may please note that as per Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity is required to submit Statement of Investor Complaint to stock exchange within 21 days from the end of each quarter. The Statement of Investor Complaint for the quarter ended 31st March, 2022 sent to stock exchange is placed before the board. The board may take note of the same.

**Item no.9**

**To take note of Certificate by Practicing Company Secretary as per Regulation 40(9) for the Financial Year ended 31<sup>st</sup> March, 2022.**

Board may please note that as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity shall require to submit a Certificate by Practicing Company Secretary regarding maintenance of all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents with RTA of the company to stock exchange within 30 days from the end of each financial year. The Certificate by Practicing Company Secretary for the Financial Year ended 31<sup>st</sup> March, 2022 sent to stock exchange is placed before the Board. The board may take note of the same.

**Item no.10**

**To take note of compliance certificate by Registrar and Share Transfer Agents under Regulation 7 (3) for the quarter ended 31<sup>st</sup> March, 2022**

Board may please note that as per Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the listed entity shall require to submit a Compliance Certificate from RTA to stock exchange within 30 days from the end of each quarter. The Compliance Certificate from RTA for the quarter ended 31<sup>st</sup> March, 2022 sent to stock exchange is placed before the Board. The board may take note of the same.

**Item no.11**

**To take note of certificate by Registrar and Share Transfer Agents under Regulation 74(5) for the quarter ended 31<sup>st</sup> March, 2022**

Board may please note that as per Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018, within fifteen days of receipt of the certificate of security from the participant the issuer shall confirm to the depository that securities comprised in the said certificate have been listed on the stock exchange or exchanges where the earlier issued securities are listed and shall also after due verification immediately mutilate and cancel the certificate of security and substitute in its record the name of the depository as the registered owner and shall send a certificate to this effect to the depository and to every stock exchange where the security is listed. The certificate for the quarter ended 31<sup>st</sup> March, 2022 sent to stock exchange is placed before the board. The board may take note of the same.

**Item no.12**

**To consider, approve and take on record the Audited Financial Results of the Company for the quarter and year ended 31<sup>st</sup> March 2022, along with Auditors report thereon.**

The Board members may please note that as per SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 and subject to such conditions as may be prescribed, the Audited Financial Results for the quarter and year ended 31<sup>st</sup> March, 2022 along with the

Auditors Report thereon as recommended by the Audit committee is placed before the Board for its approval. The Board members may please take note on the same and approve by passing following resolution in this regard:

**“RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013, the Audited Balance Sheet, Profit and Loss Accounts and Cash Flow Statement for the year ended on 31st March, 2022 along with the Notes to accounts as reviewed and recommended by the Audit committee and as placed before the Board, be and are hereby approved and taken on records.

**RESOLVED FURTHER THAT** the above results be sent to the Bombay Stock Exchange and be published in the newspaper."

**RESOLVED FURTHER THAT** Mr. Madan Lal Khandelwal, Managing Director of the Company be and are hereby authorised to sign the same for and on behalf of the board of directors of the company.

**RESOLVED FURTHER THAT** Board of Directors of the company be and is hereby authorised to sign and file e-form MGT-14 with the concerned Registrar of Companies and to do all such acts, deeds, things as may be necessary to give effect to this resolution."

#### **Item no.13**

#### **To consider and approve the appointment of M/s Ajay Khandelwal & Associates, Chartered Accountants as Internal Auditors for the F.Y. 2022-23**

The Board of Directors of the Company may consider the recommendations of the Audit Committee and approves the appointment of M/s Ajay Khandelwal & Associates, Chartered Accountants as Internal Auditors for the F.Y. 2022-23 by passing following resolution in this regard:

**RESOLVED FURTHER THAT** pursuant to Section 138 of the Companies Act, 2013 read with Clause 13 of Companies (Accounts) Rules, 2014 and other applicable provisions, if any, **M/s Ajay Khandelwal & Associates, Chartered Accountants** be and is hereby appointed as an Internal Auditors of the Company for the financial year 2022-23 on terms and conditions as may be decided by the Board."

**RESOLVED FURTHER THAT** Board of Directors of the company be and is hereby authorised to file necessary forms with the concerned Registrar of Companies and to do all such acts, deeds, things as may be necessary to give effect to this resolution."

#### **Item no.14**

#### **To consider and approve the appointment of CS Trishla Gupta, Company Secretary in Practice as Secretarial Auditors for the F.Y. 2022-23**

The Board of Directors of the Company may consider the recommendations of the Audit Committee and approves the appointment of CS Trishla Gupta, Company Secretary in Practice as Secretarial Auditors for the financial year 2022-23 by passing following resolution in this regard:

**RESOLVED FURTHER THAT** pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration personnel) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, consent of the Board be and is hereby given for appointment of **CS Trishla Gupta, Company Secretary in Practice** as Secretarial Auditors of the Company for Secretarial Audit for the financial year 2022-23 and Board of Directors be and is hereby authorised to fix the remuneration of the auditor.

**RESOLVED FURTHER THAT** the engagement letter has been placed before the Board and the same has been signed by the Chairman of the Board for the purpose of identification of appointment of CS Trishla Gupta, Company Secretary in Practice as Secretarial Auditors of the Company.

**RESOLVED FURTHER THAT** Board of Directors of the company be and is hereby authorised to file necessary forms with the concerned Registrar of Companies and to do all such acts, deeds, things as may be necessary to give effect to this resolution."

#### **Item no.15**

#### **Any Other Matter with the Permission of Chair**

Board Members may discuss any other matter with the permission of the Chair.