

DEEPAK INDUSTRIES LIMITED

CIN No.L63022WB1954PLC021638

Registered office: 16, Hare Street, Kolkata-700 001

www.dil-india.com Email: secretary@dil-india.com

Phone No.033-2248-2391/2/3 Fax No. 033-2243-9382

NOTICE

Notice is hereby given that 64th Annual General Meeting of the shareholders of the Deepak Industries Limited will be held at 16, Hare Street, 2nd Floor, Kolkata-700 001 on Tuesday, the 17th September, 2019 at 2.00P M to transact the following business:-

Ordinary Business:

1. To receive consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2019 and the statement of profit and loss for the year ended on that date together with the reports of the Board of Directors and Auditors of the Company thereon.
2. To declare dividend on Equity Shares for the year ended 31st March 2019.
3. To appoint a director in place of Shri Pradip Kumar Daga (Holding DIN No.00040692) who retires by rotation and being eligible offers himself for re-appointment.

Special Business:

4. To consider and if thought fit to pass the following resolution as an ordinary resolution:
 "RESOLVED THAT pursuant to section 148(3) and all other provisions of the Companies Act, 2013 and read with rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration of the Cost Auditors M/s. SPK Associates, Cost Accountants, Kolkata (Firm's Registration No. 000040) for conducting the audit of the cost records of the company for the year 2019-20 determined by the Board of Directors of the Company at Rs 50,000/- (apart from service tax including cess as applicable and out of pocket expenses) be and is hereby approved and ratified."
5. To consider and if thought fit to pass the following resolution as special resolution
 "Resolved that pursuant to section 149 and other applicable provisions of the Companies Act, 2013 (including any statutory amendments or re-enactments thereof for the time being in force) and read with rules made there under and read with schedule IV of the Companies Act, 2013 and provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended Shri Sujit Chakravorti, being more than 75 years of age and Independent Director (DIN No. 00066344) of the Company whose term of office as an Independent Director of

the Company is expiring on 30/09/2019 be and is hereby continued and re-appointed as Independent director for another term of five consecutive years from 01/10/2019 to 30/09/2024 and who shall not be liable to retirement by rotation"

6. To consider and if thought fit to pass the following resolution as special resolution
 "Resolved that pursuant to section 149 and other applicable provisions of the Companies Act, 2013 (including any statutory amendments or re-enactments thereof for the time being in force) and read with rules made there under and read with schedule IV of the Companies Act, 2013 and provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended Shri Anand Prasad Agarwalla, Independent Director (DIN No. 00312652) of the Company whose term of office as an Independent Director of the Company is expiring on 30/09/2019 be and is hereby re-appointed as Independent director for another term of five consecutive years from 01/10/2019 to 30/09/2024 and who shall not be liable to retirement by rotation."
7. To consider and if thought fit to pass the following resolution as special resolution
 "RESOLVED THAT pursuant to Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and including any statutory modification or re-enactment thereof for the time being in force, consent of the shareholders of the company, be and is hereby given that the Non-Executive Directors of the Company who are neither in whole-time employment of the Company nor Managing/Whole-time Director of the Company, be paid in addition to the sitting fees for attending the meetings of the Board or Committees thereof and reimbursement of expenses, a commission, at a rate not exceeding one percent of the net profits of the Company for any financial year, including the financial year 2018-19, subject however to such ceiling if any, as the Board may, from time to time fix within the aforesaid limit of 1% of the net profit, in that behalf for any year if the Board so decides, and the same to be divided amongst the Non Executive Directors in such manner as the Board

may determine ”

Resolved that the commission paid to the non-executive directors be and are hereby ratified by the shareholders.

“FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take all actions and to do all such acts,

deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

Place: Kolkata
Date: 29/05/2019

By Order of the Board
V D MALL
Company Secretary

NOTES

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A person holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person can not act a proxy for any person or shareholder.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
- The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
- The Board of Directors of the Company in its meeting held on 29/05/2019 have recommended a dividend of Rs.10/- per equity share subject to approval of the shareholders and accordingly the shareholders are requested to approve the dividend resolution of Rs.10/- per equity share.
- The Register of Members and the Share Transfer books of the Company will remain closed from 11.09.2019 to 17.09.2019 (date of AGM) (both days inclusive) for annual closing and payment of dividend.
- Company has appointed M/S Maheshwari Data-matics Private Limited, 23, R N Mukherjee Road, 5th Floor, Kolkata – 700 001, as its Registrar and Transfer Agents (RTA) for both physical and demat segment of equity shares. Members are requested to send all their correspondence at the above address of RTA. For any communication, the shareholders may also send requests to email ids: mdpldc@yahoo.com and secretary@dil-india.com.
- Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send relevant share certificates to the above referred Registrar for doing the needful.
- Members holding physical share certificates are requested to get their shares demated by opening of a DP Account with a Depository Participant to facilitate corporate actions by the Company and also give a copy of the pan to the Registrar or the Company.
- Members are requested to notify change in address, if any, immediately to the above referred Registrar quoting their Folio numbers.
- To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- In terms of circulars issued by The Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of Permanent Account Number Card (PAN Card) to the company or its Registrars and Transfer Agents in cases of Transfer of shares, Deletion of name, Transmission of shares and Transposition of shares. Shareholders are requested to furnish copy of PAN Card for all the above mentioned transactions.
- Details under SEBI (LODR) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
- Electronic copy of the Annual Report for 2018-19 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless

any member has requested for a physical copy of the same. For members who have not registered their email addresses, physical copy of the Annual Report for 2017-2018 is being sent in the permitted mode.

13. Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund (IEPF). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members / Claimants are requested to claim their dividends from the Company within the stipulated timeline
14. Pursuant to the provisions of Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 the company has uploaded details of unpaid and unclaimed dividend amounts lying with the Company as on 14th September, 2018 (the date of the last Annual General Meeting) on the website of the company www.dil-india.com and also on the website of the Ministry of corporate affairs.
15. Electronic copy of the Notice of the General Meetings of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by the permitted mode.
16. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2018-19 is also be available on the Company's website www.dil-india.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.
17. Documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (11.00 am to 5.00 pm) on all working days except Saturdays upto and including the date of the Annual General Meeting of

the Company.

18. Institutional Members/Bodies Corporate (i.e, other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution /Attorney letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at secretary@dil-india.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 16.09.2019 upto 5.00 p.m. without which the vote shall not be treated as valid.
19. The Company has appointed Shri Pravin Kumar Drolia, practising Company Secretary (Certificate of Practice No. 1362) as Scrutinizer for conducting the remote e-voting and voting process at the AGM in a fair and transparent manner.
20. The Company has connectivity with both NSDL and CDSL under **ISIN No INE485J01016**.

VOTING THROUGH ELECTRONIC MEANS

Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide its members the facility of "remote (e-voting from a place other than the venue at AGM) to exercise their right to vote at the AGM by electronic means. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL)

The facility through remote e-voting shall also be made available at the venue of the AGM. Only those members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be able to cast their vote again at the AGM.

The Company has appointed Shri Pravin Kumar Drolia, practising Company Secretary (Certificate of Practice No. 1362) as Scrutinizer for conducting the remote e-voting and voting process at the AGM in a fair and transparent manner.

The instructions for shareholders voting electronically are as under:

- (i) The remote E-voting period begins on 14.09.2019 at 9.00 a.m. and ends on 16.09.2019 at 5.00 p.m. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 10/09/2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL after 5.00 p.m. on 16.09.2019.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com

- (iii) Click on “Shareholders” tab.
- (iv) Now Enter your User ID
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below :

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric * PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two characters of their name and the eight digit sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters in CAPITAL letters. Eg. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If both details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (vii)

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant “Deepak Industries Limited” on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option No implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT” A confirmation box will be displayed. If you wish to confirm your vote, click on “OK” else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone

users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Institutional Shareholders :

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on

approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxi) The Scrutinizer will submit his report on 19.09.2019 before 12.00 p.m. and the result will be announced on 19.09.2019 before 3.00 p.m. by any director. The request will be placed on the website of the Company www.dil-india.com and the website of CDSL and communicated to The Calcutta Stock Exchange Limited where the equity shares of the Company are listed.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Relating to item No.4

Under the provisions of section 148(3) of the Companies Act, 2013 read with rule 14 of the Cos (Audit & Auditors) rules, 2014 the remuneration of the cost auditors is required to be ratified by the shareholders of the Company and your directors recommend the resolutions for approval of the members by Ordinary resolutions.

None of the Directors and Key Management Personnel of the Company and their relatives is concerned or interested in this resolution financially or otherwise.

Relating to item No.5

Shri Sujit Chakravorti, Independent Non-executive Director of the company was appointed as an Independent Director in the Annual General Meeting held on 25/09/2014 for a term of five consecutive years from 01/10/2014 till 30/09/2019.

Shri Sujit Chakravorti more than 75 years of age is a merit listed Chartered Accountant , Cost and Management Accountant, M. Com. Retired as Chairman and Managing Director of M/s. Andrew Yule & Co. Ltd. (a Group Company) after serving the Company for 22 years. He served the 6 years as Chairman and Managing Director and prior to that as Director (Finance) for 7 years. He was also the Chairman of the Group and had an excellent service career. Served as Chairman of other Group companies like Tide Water Oil (I) Co. Ltd., DPSC, DESCON, Phoenix Yule Co. Ltd. etc A well-known professional in corporate management, strategic planning and finance, Life Fellow Member of the Council of Arbitration (FICA), also and Associate Member of Indian Chamber of Commerce, served as Nominee Director of IDBI, IIBI, UTI etc. in number of companies. Retired as an Independent Director of a large Central Govt. PSU selected by PSEB. Served as members of the Board in 6 companies of which in 2 as non-executive Chairman of companies. He served as member / chairman of several committees of the Board. He also serves as the Senior Partner of an Audit firm. He also serves as Arbitrator and Management Consultant.

His advice and in depth knowledge particularly in Engineering Company has always been beneficial to the Company. During his tenure, the Company has immensely been benefitted from his advice and guidance. Despite of

his attaining 75 years he is in good health and is regular in attending to his job as independent director. He has attended all the meeting of the Board and Committee of which he is a member.

Upon consideration of the benefits received by the company from his good advices time to time, the Board is of the opinion that his continuation as Independent Director of the Company for the another term of five consecutive years will be immensely beneficial to all stakeholders, and recommend the shareholders passing of this resolution as special resolution.

None of the Directors, KMPs and their relatives are concerned or interested financially or otherwise in this resolution except the appointee and his relative.

Relating to item No.6

Shri Anand Prasad Agarwalla., Independent Non-executive Director of the company was appointed as an Independent Director in the Annual General Meeting held on 25/09/2014 for a term of five consecutive years from 01/10/2014 till 30/09/2019.

Shri Anand Prasad Agarwalla, a Solicitor and Advocate, is a well known Advocate in Kolkata. He is associated with the Company as director since 30/03/2002.

His advice and in depth knowledge particularly in law and administration has always been beneficial to the Company. During his tenure, the Company has immensely been benefitted from his advice and guidance. He is in good health and is regular in attending to his job as independent director. He has attended all the meeting of the Board and Committee of which he is a member.

Upon consideration of the benefits received by the company from his good advices time to time, the Board is of the opinion that his continuation as Independent Director of the Company for the another term of five consecutive years will be immensely beneficial to all stakeholders, and recommend the shareholders passing of this resolution as special resolution.

None of the Directors, KMPs and their relatives are concerned or interested financially or otherwise in this resolution except the appointee and his relative.

Relating to item No.7

In order to reward the non-executive directors, the Company has a practice to remunerate them by way of

commission within the limits laid down under section 197 of the Companies Act, 2013 besides sitting fees for attending the meetings of the Board and Committee. The last enabling resolution for such payment was passed in the Annual General Meeting held on 29/09/2015 valid from 01/04/2014 for 5 years.

The Board recommend passing of the resolution by the shareholders as special resolution.

All the non-executive directors of the Company and their relative are concerned or interested in this resolution financially or otherwise. No other executive directors and KMPs and their relatives are interested or concerned in this resolution financially or otherwise.

By Order of the Board
V D MALL
Company Secretary

Place: Kolkata
Date: 29/05/2019.



Information required to be furnished under SEBI(LODR), 2015 in respect of the Appointment/Re-appointment of the Directors

Name of the Director	Shri Pradip Kumar Daga	Shri Sujit Chakravorti	Shri Anand Prasad Agarwalla
DIN No	00040692	00066344	00312652
Date of Appointment	16/12/2008	30/10/2007	30/03/2002
Date of Birth	24/04/1937	13/09/1943	05/11/1951
Age	82 Years	75 Years	68 years
Qualification	B. Com. , (Hons)	M.Com, FCA, FCMA	B A LLB
Experience in specific functional areas	Tea, Spinning, Engineering and Solar and Hydro Power	Engineering and Tea	Law , Finance and Administration
Number of Meetings of the Board Attended during the financial year commenced from 01/04/2018	Four	Four	Four
Directorship in other Companies excluding foreign Companies, Companies under section 8 of the Companies Act, 2013 and private Companies	1) Longview Tea company Limited 2) Century Textiles and Industries Limited 3) Deepak Spinners Limited	1) Duroply Industries Limited 2) Durgapur Chemicals Ltd- Unlisted Govt Company. 3) Infusions (India) Ltd 4) WEBFIL Ltd	nil
Chairmanship / Membership/ of Committees of Other Public Companies (Only Audit Committee and Stakeholders Relationship Committee considered)	Longview Tea Company Limited-Member of Audit Committee Century Textiles & Industries Limited-Member of Audit and Stakeholders relationship Committee	Chairman of the Audit Committee of Duroply Industries Limited Chairman of the Audit Committee and Stakeholders relationship committee of Webfil Ltd	nil
Shareholding in the Company	207700	nil	nil
Relationship with other directors	Father of Shri Yashwant Kumar Daga, VCJMD	No	No
Terms and conditions of appointment/re-appointment along with details of remuneration last drawn by such person	As per the resolution passed in the AGM Held on 14/09/2018 and last remuneration-Rs. Nil.	Re-appointment and continuation as an Independent Director of the Company for another term of five consecutive five years from 01/10/2019 to 30/09/2024. Remuneration for F Y 2018-19 is Rs. 325000/-by way of sitting fees and Commission.	Re-appointment as an Independent Director of the Company for another term of five consecutive five years from 01/10/2019 to 30/09/2024. Remuneration for F Y 2018-19 is Rs. 333000/-by way of sitting fees and Commission.

DEEPAK INDUSTRIES LIMITED
CIN No.L63022WB1954PLC021638

Registered office:
16, Hare Street, Kolkata-700 001
Email: secretary@dil-india.com
Phone No.033-2248-2391/2/3 Fax No. 033-2243-9382

ATTENDANCE SLIP

Only Shareholders or the Proxies will be allowed to attend the meeting.

D.P.ID*		L.F.No.	
Client ID*		No. of Shares held	

I/ We hereby record my/our presence at the 64th Annual General meeting of the Company being held on Tuesday, the 17th September, 2019 at 2.00 P.M.at 16, Hare Street, Kolkata-700 001

Signature of Shareholder(s)

1. 2. 3.

Signature of the Proxy holder

*Applicable for investors holding shares in electronic form.

Note: Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the venue of the meeting

PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L63022WB1954PLC021638

Name of the Company : DEEPAK INDUSTRIES LIMITED

Registered Office : 16, Hare Street, Kolkata-700 001

Name of the member(s)	
Registered Address	
Email ID	
Folio No./Client ID	
DP ID	

I/We, being the member(s) of shares of the above named company, hereby appoint.

- (1) Name..... Address.....
E-mail IDSignature or failing him.
- (2) Name..... Address.....
E-mail IDSignature or failing him.
- (3) Name..... Address.....
E-mail ID Signature

as my/our proxy to attend and vote (on a poll) for me/ our behalf at the 64th Annual General Meeting of the Company to be held on Tuesday, the 17th September, 2019 at 16, Hare Street, 2nd Floor, Kolkata-700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolu- tion No	RESOLUTIONS	No. of Shares	I/We assent to the Resolution (FOR)	I /We dissent to the Resolution (AGAINST)
	ORDINARY BUSINESS			
1.	Ordinary Resolution to Consider and adopt Audited Balance Sheet as at 31 st March, 2019 and statement of the Profit & Loss Account, together with Reports of the Board of Directors and Auditors of the Company thereon.			
2	Ordinary resolution for declaration of dividend on equity shares for the year 2018-19			
3	Ordinary Resolution for re-appointment of Shri Pradip Kumar Daga who retires by rotation.			
	SPECIAL BUSINESS			
4	Ordinary Resolution under Section 148(3) of the Companies Act, 2013 for approval of the remuneration of the Cost Auditors.			
5	Special resolution for the continuation and re-appointment of Shri Sujit Chakravorti, (DIN No.00066344) for a term of five consecutive years from 01/10/2019 to 30/09/2024.			
6	Special resolution for the re-appointment of Shri Anand Prasad Agarwalla, (DIN No.00312652) for a term of five consecutive years from 01/10/2019 to 30/09/2024.			
7	Special resolution for the payment of Commission to the non-executive directors of the Company within the limits of section 197 of the Companies Act, 2013 as amended.			

Signed this day of 2019

Signature of Shareholder:

Signature of Proxy holder(s):

Note:

- This form of proxy in order to be effective should be completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the meeting.**
- For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
- It is optional to put a 'x' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.

Affix Re 1 Revenue Stamp
