

**BALLY JUTE COMPANY LTD.**  
CIN: L51909WB1982PLC035245  
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## NOTICE

TO THE MEMBERS,

Notice is hereby given that the 39<sup>th</sup> Annual General Meeting of the members of the M/S BALLY JUTE COMPANY LIMITED will be held on Monday, 06<sup>th</sup> September, 2021 at 11.00 A.M. through video conferencing (VC) or other audio visual means (OAVM) to transact the following business:-

### **ORDINARY BUSINESS**

- 1 To receive, consider and adopt the Audited Financial statement of the Company for the year ended 31<sup>st</sup> March 2021, the Directors Report and the Auditors Report thereon.
2. To appoint Mrs. Nibedita Majumder (DIN-07168214), who retires by rotation, and being eligible, offer herself for re-appointment.

### **SPECIAL BUSINESS**

#### **3 Ratification of remuneration of cost auditor:**

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

“RESOLVED THAT pursuant to provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) rules, 2014 (including any statutory modification(s) or re-enactment, thereof, for the time being in force), the remuneration of Rs. 33,000/- (all inclusive) plus G.S.T, if any applicable payable to M/s B.G. Chowdhury & Co., Cost Accountants, who has been appointed by the Board of Directors of the Company as Cost Auditor to conduct the audit of the cost accounting records maintained by the Company for the year ending 2022 be and is hereby ratified.”

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

#### **4 Regularization of appointment of Mr. Shyam Sundar Singh from Additional Director to as a Non-Executive Director:**

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

“RESOLVED THAT the pursuant to the section 152, 160 and all other applicable provision of the Companies Act, 2013 (“act”) and the Companies (Appointment & Qualification Of Director) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) or under SEBI (LODR) 2015 and other applicable laws, Mr. Shyam Sundar Singh (DIN: - 06763614) who was appointed as an Additional Director of the Company with effect from 05<sup>th</sup> March, 2021 by the Board of Director and who hold office upto the date of the ensuring Annual General Meeting and in respect of whom the Nomination & Remuneration Committee recommended the name of Mr. Shyam Sundar Singh (DIN: - 06763614) for the office of Director be and is hereby appointed as a Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and to take all such steps as may be necessary , proper and expedient to give effect to this resolution.”

5. **Appointment of Manager :**

**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 sections 196, 197 ,198 and 203 and other applicable provisions, if any, of the Companies Act, 2013, read with schedule V of the said Act, (including any statutory modification(s) or re-enactment, thereof, for the time being in force) and SEBI (LODR) 2015 the approval of Company be and is hereby accorded to the appointment of Shri Shashi Prakash Purohit, a Manager of the Company for a period of 5 (Five) years with effect from 05<sup>th</sup> March, 2021 upon the Remuneration, Perquisites and benefits as set out in the Explanatory Statement u/s 102 of the Companies Act 2013, annexed to the notice convening the Meeting and upon the terms and conditions and stipulations contained in an Agreement dated 05<sup>th</sup> March, 2021 to be entered into between the Company and Mr. Shashi Prakash Purohit. The board further purposes that Mr. Shashi Prakash Purohit has attain the age of 49 years and he will be continue to be as manager for 5 years and his continued association would be immense benefit to the Company and it is desirable to continue to avail services of Mr. Shashi Prakash Purohit as Manager.

**Registered Office:**  
5, Sree Charan Sarani,  
Bally, Howrah-711201  
20<sup>th</sup> July, 2021

CERTIFIED TRUE COPY  
For and on behalf of the Board of Director

DIRECTOR  
(DIN- 06729238)

## NOTES :

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 which sets out details relating to special Business of the meeting, is annexed hereto.
2. In order to follow the social distancing norms and prevent the spread of COVID-19, the AGM shall be conducted through VC/OAVM without the physical presence of the members at a common venue in accordance with the clarification(s)/relaxation(s) issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) vide MCA Circular Nos. 02/2021 dated 13th January, 2021, 20/2020 dated 5th May, 2020, 17/2020 dated 13th April, 2020 and 14/2020 dated 8th April, 2020 and SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 (hereinafter collectively referred to as “MCA/SEBI Circulars”). The Members can attend and participate at the ensuing AGM through VC/OAVM only.
3. The register of Members and Share transfer Books of the Company will remain closed from 31<sup>st</sup> August, 2021 to 06<sup>th</sup> September, 2021 (both days inclusive).
4. Details under Regulation 36 of Securities & Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulation, 2015 in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
5. The members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. **ONLY A MEMBER IS ENTITLED TO ATTEND AND VOTE AT THE AGM THROUGH VC/OAVM.** Pursuant to MCA/SEBI Circulars, the facility to appoint proxies by the members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed hereto. However, pursuant to Section 113 of the Companies Act, 2013, corporate members are entitled to appoint authorized representative to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-Voting. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
7. Members are requested to send their queries, if any, at least 10 days in advance of the meeting so that the information can be made available at the meeting.

## 8. Voting through electronic means:

- I. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- II. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporate are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- III. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- IV. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- V. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

- VI. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. CSE Limited at [www.cse-india.com](http://www.cse-india.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- VII. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on **Friday, 03<sup>rd</sup> September, 2021 at 09:00 A.M. (IST)** and ends on **Sunday, 05<sup>th</sup> September, 2021 at 05:00 P.M (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) **i.e. 30<sup>th</sup> August, 2021**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **30<sup>th</sup> August, 2021**.

Further, Notice will be sent to those shareholders, whose name appears in the shareholding of the company as on **30<sup>th</sup> July, 2021**.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
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<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"><li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2. If the user is not registered for <b>IDeAS e-Services</b>, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ol>
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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System My easi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<p><b>Login type</b></p>	<p><b>Helpdesk details</b></p>
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Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and



	EVEN is 101456 then user ID is 101456001***
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5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

<b><u>How to cast your vote electronically and join General Meeting on NSDL e-Voting system?</u></b>
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1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [rakesh220466@yahoo.co.in](mailto:rakesh220466@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders

available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 .

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [sanjay.agarwal@kankariagroup.com](mailto:sanjay.agarwal@kankariagroup.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [sanjay.agarwal@kankariagroup.com](mailto:sanjay.agarwal@kankariagroup.com). If you are Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e.Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [sanjay.agarwal@kankariagroup.com](mailto:sanjay.agarwal@kankariagroup.com) . The same will be replied by the company suitably.

## **Annexure to the Notice**

### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

#### **Item No. 3:**

M/s B.G.Chowdhury & Co, Cost Accountants, were appointed as Cost Auditors by the Board of Directors at their meeting held on 29.06.21 to audit the cost records maintained by the Company in connection with manufacture of Jute products for the financial year 2021-22 on the recommendation of Audit Committee at a remuneration of Rs. 33000/-(all inclusive) plus G.S.T if applicable.

As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditors as approved by the Board is required to be ratified subsequently by the members of the company. Accordingly, consent of members

is sought for passing an ordinary Resolution as set out in item No.3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March 2022.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board commends the Ordinary Resolution set out at Item No.3 of the Notice for approval by the members.

#### **Item No. 4:**

Mr. Shyam Sundar Singh (DIN:-06763614) on the recommendation of Nomination & Remuneration Committee was appointed as an Additional Director in accordance with the article of association and section 161 of the Companies Act, 2013. Mr. Shyam Sundar Singh (DIN:-06763614) shall hold office upto the date of ensuing AGM. The Nomination & Remuneration Committee has proposing his candidature to be appointed as a Non-executive Director at the ensuing AGM and he is liable to retire by rotation. Mr. Shyam Sundar Singh (DIN:-06763614) has consent to the proposed appointment. He possess the requisite knowledge, experience & skill for the position of Director. The Board on receipt the recommendation of committee subject to approval of member at the ensuing AGM has accorded his consent to appoint Mr. Shyam Sundar Singh (DIN:-06763614) as a Non-executive Director and liable to retire by rotation. He will not be entitled for any remuneration as per Company policy for non executive director except sitting fees for attending board meetings.

Except Mr. Shyam Sundar Singh (DIN:-06763614), no other Director, Key Managerial Personnel of the Company and their relatives thereof are interested or concerned financial or otherwise in the proposed resolution. The Board of Director recommended passing of the resolution set out in Item No. 4 of this notice.

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

The Board proposes the appointment of Mr. Shashi Prakash Purohit as Manager for a period of five years with effect from 05.03.2021 in their meeting held on 05<sup>th</sup> March 2021 subject to the approval of the company in Annual General Meeting. Accordingly the Board of Directors referred the proposal for revision of Managerial Remuneration to the Nomination and Remuneration Committee.

The Draft agreement between the company and Mr. Shashi Prakash Purohit contains the following terms and conditions.

- I. Shri Shashi Prakash Purohit having experience and professional expertise in the factory management, labour matter, production and having practical experience of working of Jute Industry and shall hold the office of the Manager in addition to Vice President ( works) for a period of 5 years with effect from 05<sup>th</sup> March, 2021.

II. Shri Shashi Prakash Purohit shall throughout the tenure devote the whole of his time and attention to the business and affairs of the company and shall comply with all the directions of the Board of Directors.

III. In consideration of Mr. Purohit's services as the MANAGER CUM VICE PRESIDENT (WORKS) of the Company he shall be entitled to receive the following remuneration and benefits :-

- a) Salary : Rs.73,400/- per month.
- b) House Rent Allowance : 25% of Basic Salary
- c) other Benefits : i.e. Bonus, Leave Encashment, Leave Travel Allowance and Medical Re-imbursment will be same as stipulated in the service agreement of Bally Jute Company Ltd. Gratuity will be paid in terms of the payment of Gratuity Act 1972.

Except Mr. Shashi Prakash Purohit, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board Commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF SECURITIES & EXCHANGE BOARD OF INDIA (LISTING OBLIGATION & DISCLOSURE REQUIREMENT) REGULATION, 2015:**

<b>Name of Director</b>	Mrs. Nibedita Majumder
<b>Date of Birth</b>	29.01.1977
<b>Date of Appointment</b>	04.05.2015
<b>Expertise in specific functional areas</b>	Marketing and Administration
<b>Qualification</b>	B.A.
<b>List of outside Directorship held</b>	Nil
<b>Chairman/Member of the Committee of the Board of Directors of the Company</b>	Member- Audit Committee Member- Nomination and Remuneration Committee Member- Stakeholders Relationship Committee.
<b>Chairman/Member of the Committee of the Board of Directors of the other Public Company</b>	None
<b>Shareholding of the Non-</b>	Nil

<b>Executive Director</b>	
<b>Relationship between Directors inter-se</b>	None
<b>Name of Director</b>	Shyam Sundar Singh
<b>Date of Birth</b>	06.07.1975
<b>Date of Appointment</b>	05.03.2021
<b>Tenure</b>	Appointment as a Non-Executive Director
<b>Expertise in specific functional areas</b>	Experience of above 20 years in jute industry.
<b>List of outside Directorship held</b>	1. Multi Trans Private Limited 2. A.K.K Vinimay Private Limited 3. Aryaman Vyapaar Private Limited 4. Akk Organic Farm Company Private Limited 5. A.K.K Vyapaar Private Limited 6. A.K.K Tie-Up Private Limited 7. A.K.K Marketing Private Limited
<b>Chairman/Member of the Committee of the Board of Directors of the Company</b>	Member- Finance Committee
<b>Chairman/Member of the Committee of the Board of Directors of the other Public Company</b>	None
<b>Shareholding of the Non-Executive Director</b>	Nil
<b>Relationship between Directors inter-se</b>	None

**Registered Office:**

5, Sree Charan Sarani,  
Bally, Howrah-711201  
20<sup>th</sup> July, 2021

**CERTIFIED TRUE COPY**  
For and on behalf of the Board of Director

**DIRECTOR**  
(DIN- 06729238)