



MADHYA BHARAT PAPERS LIMITED

Regd Office: Village Birgahni, Rly & Post Champa-495 671, Dist. Janjgir-Champa, Chhattisgarh

CIN: L21012CT1980PLC001682, Tel: 09203906288

E-mail: info@mbpl.in Website: www.mbpl.in

NOTICE OF POSTAL BALLOT (ONLY THROUGH E-VOTING)

[PURSUANT TO SECTION 110 AND SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AS AMENDED BY THE COMPANIES (MANAGEMENT AND ADMINISTRATION) AMENDMENT RULES, 2016 AND GENERAL CIRCULAR NO. 20/2021 DATED DECEMBER 8, 2021 ALONGWITH GENERAL CIRCULAR NOS. 10/2021 DATED JUNE 23, 2021, 39/2020 DATED DECEMBER 31, 2020, NO. 33/2020 DATED SEPTEMBER 28, 2020, NO. 22/2020 DATED JUNE 15, 2020, NO. 17/2020 DATED APRIL 13, 2020 AND NO. 14/2020 DATED APRIL 8 2020, ISSUED BY MINISTRY OF CORPORATE AFFAIRS (“MCA CIRCULARS”)]

Dear Members,

NOTICE is hereby given pursuant to Section 110 and Section 108 of the Companies Act, 2013(the “**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force (the “**Management Rules**”), and other applicable provisions, if any, and the MCA Circulars that the resolution appended below is proposed to be passed by the members of the Company (the “**Members**”) through postal ballot [only through electronic voting(“**e-voting**”)].

Explanatory statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the said resolution setting out the material facts and the reasons thereof, is appended. In compliance with the provisions of Sections 110 and 108 of the Act, read with Rules 20 and 22 of the Management Rules and MCA Circulars and further to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is offering facility of e-voting to all Members to enable them to cast their votes electronically. Members are requested to follow the procedure as stated in the notes and instructions for casting of votes by e-voting. The Company has engaged the services of Central Depository Services (India) Ltd (“**CDSL**”) as its agency for providing e-voting facility to the Members of the Company.

Consent of the members is being sought for the resolution proposed as follows:

SPECIAL BUSINESS:

Item No. 1

Re-appointment of Mr. Jaydeep Chitlangia (DIN- 00094002) as Managing Director of the Company

To consider and if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule – V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder including any statutory modification or re-enactment thereof for the time being in force, and subject to other approvals as may be required, the consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Jaydeep Chitlangia (DIN: 00094002) as Managing Director of the Company, liable to retire by rotation, without any remuneration for a period of three years with effect from April 1, 2022, on such terms and conditions as stated below-

Terms and conditions of Re-appointment:

- i. Term of re-appointment- Three years w.e.f. April 01, 2022
- ii. Remuneration- Nil
- iii. The Managing Director shall be re-imbursed all expenses made by him on behalf of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as the Board in its absolute discretion may think fit.

Item No. 2

Appointment of Mrs. Deepa Maheshwari (DIN- 00550697) as Non-Executive Independent Director of the Company

To consider and if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs Deepa Maheshwari (DIN:00550697), who has given her consent for change in designation and appointment as Non-Executive, Independent Director of the Company and has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and whose appointment has been recommended by the Nomination & Remuneration Committee and by the Board of Directors for consideration by the Members, be and is hereby appointed as Independent Director of the Company, not liable to retire by rotation, to hold

office for a term of three consecutive years with effect from February 25, 2022 to February 24, 2025.

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

Item No. 3

Appointment of Mr Mohammed Kamran (DIN- 03333319) as Non-Executive Director of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr Mohammed Kamran (DIN: 03333319) who was appointed by the Board of Directors on recommendation of Nomination and Remuneration Committee as an Additional Director (Non-Executive and Non-Independent) of the Company w.e.f. 14th day of March, 2022 in terms of Sections 161(1) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive Director of the Company who is liable to retire by rotation.

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

By Order of the Board

Dated: 14th March, 2022
Place: Kolkata

Komal Dhruv
Company Secretary
M No- A41850

Notes:

1. The explanatory statement pursuant to Section 102 of the Act stating all material facts and the reasons for the proposal is annexed herewith.
2. On account of threat posed by COVID-19 and in terms of the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only i.e. email to those shareholders of the Company whose email ids are registered with the Company or RTA and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders

for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.

3. Members may also note that the Notice of Postal Ballot (only through e-voting) will also be available on the Company's website www.mbpl.in and on the website of the agency – www.evotingindia.com for download.
4. The Board of Directors of the Company has appointed Mr. Atul Kumar Labh, Practising Company Secretary (FCS 4848 / CP-3238) as the Scrutinizer for conducting the postal ballot (only through e-voting) process in a fair and transparent manner.
5. The Postal Ballot Notice (only through e-voting) is being sent to all the Members, whose names appear in the Register of Members/Statements of beneficial ownership maintained by the Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of working hours on Friday, 8th April, 2022 (“Cut-off date”).
6. Members may note that pursuant to the provisions of Sections 108 and 110 of the Act read with Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2, the Company is pleased to provide the members with the facility to exercise their right to vote on the matter included in the postal ballot by electronic means only i.e. through remote e-voting services provided by Central Depository Services (India) Limited (“CDSL”).
7. In compliance of the aforementioned MCA circulars, all the documents referred to in the Postal Ballot notice (only through e-voting) and the Explanatory Statement shall be made available for inspection by the members of the Company through electronic mode only.
8. Resolution passed by the Members through Postal Ballot shall be deemed to have been passed effectively at a General Meeting of the Members.
9. The Scrutinizer will submit his report to the Chairman/ Company Secretary of the Company. The result of the Postal Ballot will be announced by the Company Secretary of the Company and will be displayed on the Company's website www.mbpl.in on website of CDSL www.evotingindia.com and intimated to the Stock Exchanges where the securities of the Company are listed.

The instructions for shareholders voting electronically are as under:

I. The voting period begins on 23.04.2022 at 10.00 A.M. and ends on 22.05.2022 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 of 08.04.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

II. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

III. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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 e-Voting for Individual shareholders holding securities in Demat mode CDSL/ NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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. 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 hold 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
<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. After Successful 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting</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. CDSL and NSDL

Login type	Helpdesk details
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 helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

V. Login method for e-Voting for physical shareholders and shareholders other than individual shareholders holding in Demat form:

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical Shareholders other than individual shareholders holding shares in Demat
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"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <MADHYA BHARAT PAPERS LIMITED> on which you choose to vote.
- 11) 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.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Additional Facility for Non – Individual Shareholders and Custodians –Remote Voting:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- 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 a Compliance User should be created 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 linked in the login 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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@mbpl.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email/ mobile no. are not registered with the Company/ Depositories

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

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

Item No. 1

The Board of Directors have re-appointed Mr. Jaydeep Chitlangia as Managing Director of the Company for the period from 1st April, 2022 to 31st March, 2025 on the terms and conditions as contained in the resolution. He is working with the Company since last 30 years. Your Directors are of the opinion that his continued association with the Company is beneficial to the Company. The Company is not in default of any payment to its bankers or any financial institutions. The Company does not have any debenture holders.

The Resolution set out in Item No. 1 of the Notice convening the meeting has to be considered accordingly and the Board recommends the same for approval of the members.

The resolution seeks approval of the members in terms of Sections 196 and 197 read with Schedule – V and other applicable provisions, if any, of the Companies Act, 2013, and Rules made thereunder for the appointment of Mr. Jaydeep Chitlangia as Managing Director for a period of three years commencing from 1st April, 2022.

No Director, Key Managerial Personnel or their relatives are interested or concerned, financially or otherwise, in the resolution, except Mr. Jaydeep Chitlangia, to whom the resolution relates.

Statement required pursuant to the provisions of Schedule V of the Companies Act, 2013 is given below:

I. GENERAL INFORMATION:

1. Nature of Industry: Company was into manufacture of Writing and Printing paper however operations of the company are closed since July, 2019
2. Date or expected date of commencement of commercial production: Company started operations in the year 1984.
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
4. Financial Performance based on given indicators: (₹ in lakhs)

Particulars	2020-21	2019-20	2018-19
Revenue from Operations	-	6203.25	4788.85
Profit/ (Loss) before tax	(348.43)	(202.80)	(1990.55)
Profit/ (Loss) after tax	(348.43)	(202.80)	(2439.79)

5. Foreign investments or collaborations, if any: Nil

II. INFORMATION ABOUT THE APPOINTEE:

1. Background details: Mr. Jaydeep Chitlangia is a Commerce Graduate and is the Managing Director of the Company since 01.01.1990.
2. Past remuneration: Owing to the financial position of the Company, Mr. Jaydeep Chitlangia has drawn no remuneration during the financial year 2020-21 as Managing Director.
3. Job profile and his suitability: On the basis of recommendation of the Nomination & Remuneration Committee and approval of the Board, he is a suitable candidate for the position of Managing director.

4. Remuneration proposed: Nil
5. Comparative remuneration profile with respect to industry, size of the company, profile of the position of the person: Not applicable
6. Pecuniary Relationship directly or indirectly with the company, or relationship with managerial personnel, if any: Mr. Jaydeep Chitlangia holds 4,30,000 equity shares in the company.

III. OTHER INFORMATION:

1. Reasons of loss or inadequate profits: Company is facing acute shortage of Working Capital and networth of the company has completely eroded, due to which plant is not operational resulting in huge losses.
2. Steps taken or proposed to be taken for improvement: Efforts are being made to resume operations.
3. Expected increase in productivity and profits in measurable terms: Company is hopeful of requisite investments and improvement in future.

Item No. 2

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Mrs Deepa Maheshwari as Non-Executive, Independent Director of the Company in the Board Meeting held on 11th February, 2022 effective from 25th February, 2022 and subject to the approval of the members for appointment as an Independent Director to hold office upto 24th February, 2025.

The Company has received a declaration from her to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In terms of Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. In the opinion of the Board, she fulfils the conditions specified in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and is independent of the management of the Company.

Mrs Deepa Maheshwari has vast experience in the field of Human Resource Development. The Board considers that given her skills, integrity, expertise and experience, her association would be beneficial to the Company and recommends the Special Resolution set forth in Item No. 2 for your approval.

Except Mrs Deepa Maheshwari None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

Item No. 3

Mr Mohammed Kamran was appointed by the Board of Directors at its meeting held on 14th March, 2022 as an Additional Director.

Mr Mohammed Kamran is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. He is not debarred from holding the office of a Director by virtue of any order of the Securities and Exchange Board of India or any other such authority.

He has done his Bachelors of Business Administration from St. Xavier's College and has an experience of more than 7 years in Business Management and Administration, Strategy Formulation and Marketing. The Board is of the view that his knowledge, skills, expertise and experience will be of immense benefit and value to the Company and pursuant to the recommendation of the NRC, recommends his appointment as a Director (Non Executive and Non-Independent) of the Company as set out in the Ordinary Resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company.

Save and except for Mr Mohammed Kamran, none of the other Directors, KMPs of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of the Notice.

By Order of the Board

Dated: 14th March, 2022
Place: Kolkata

Komal Dhruv
Company Secretary
M No- A41850

Information pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards in respect of Appointment/ Re-appointment of Director:

Name of Director	Mr Jaydeep Chitlangia	Mrs Deepa Maheshwari	Mr Mohammed Kamran
Age	58 years	59 years	33 years
Date on which first appointed on the Board	1 st January, 1990	7 th November, 2014	14 th March, 2022
Qualification	B.Com	B.A, LLB	BBA
Experience	Extensive experience in the areas of Corporate Planning, Business Development, Strategy Formulation, Finance, Administration and Overall Management	Experience in the area of Human Resource Development	Experience in the area of Business Management and Administration, Strategy Formulation and Marketing
Terms and Conditions of Appointment/ Re-appointment	Managing Director-liable to retire by rotation	Independent Director-not liable to retire by rotation	Non-Executive Director, liable to retire by rotation
Skills and capabilities required for the role and the manner in which requirements are met	NA	Expertise on general management, human resource etc., shall understand company's structure, policies, and culture including the industrial trends, challenges and opportunities. Considering the skills, expertise and competencies required for effective functioning and discharge of Board's duties and in the opinion of the Board, the Director meets such requirements	NA
Number of Board Meetings attended out of seven Board Meetings held during the year	Seven	Six	NA

Remuneration details	Nil	Nil	Nil
Other Directorships	Chitperi Farm Private Limited Chitlangia Timber Products Private Limited Royal Calcutta Golf Club	Madhya Bharat Ventures Pvt Ltd	-
Resignation from the directorship of the listed companies in the past three years	-	-	-
Committee membership / Chairmanship in other Companies	Nil	Nil	Nil
Relationship with other Directors/ Manager/ KMP	None	None	None
Number of shares held in the Company	430000	500	Nil
Shareholding in the Company as a beneficial owner	Nil	Nil	Nil