

ASSAM ENTRADE LIMITED

Regd.Office: 16 Tara Chand Dutta Street (2nd Floor), Kolkata 700073

CIN No. L20219WB1985PLC096557

GSTIN 09AAECA3423G1ZZ

PAN NO. AAECA3423G

Date: 04/09/2024

To,
The Manager Listing
BSE Limited
5th Floor, P.J. Towers,
Dalal Street, Mumbai-400 001

Scrip Code: 542911

Sub: Business Transacted at the 39th Annual General Meeting held on 4th September, 2024

Dear Sir/Madam,

In compliance with Regulation 30(6) read with Schedule III, Part A, Para A (13) and other applicable provisions of the Listing Regulations, please find enclosed proceedings of the 39th Annual General Meeting of the Company held today i.e. 4th September, 2024 at 02:30 pm through Video Conferencing. The meeting concluded at 02.57 p.m. (IST).

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the combined results of the remote e-voting and e-voting during AGM along with the consolidated Scrutinizers report will be submitted to the Stock Exchanges within the prescribed timelines as mentioned in the said Regulations.

Kindly take the same on record.

**For and on behalf of
Assam Entrade Limited**

Ayushi Digitally signed
by Ayushi Bajaj
Date: 2024.09.04
Bajaj 17:34:06 +05'30'

Ayushi Bajaj
Company Secretary
M. No. : A71268

Corp. Office : 26/49, Birhana Road, Kanpur 208001

Phone: 0512-3500151 eMail: assamentrade1985@gmail.com website: www.assamentrade.com

ASSAM ENTRADE LIMITED

Proceedings of the 39th Annual General Meeting of Assam Entrade Limited held at 02:30 p.m. on Wednesday, 4th September, 2024 through Video Conferencing and other Audio Visual means and concluded at 02:57 p.m.

Present

DIRECTORS AND KEY MANAGERIAL PERSONNEL IN ATTENDANCE:	
Mr. Nishant Gupta	Chairman, Managing Director
Mr. Jayesh Gupta	Director and CFO
Mrs. Rati Gupta	Director
Mr. Robin Srivastava	Independent, Non-Executive Director
	Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee
Mr. Anil Singh	Independent, Non-Executive Director
Mr. Parveen Agarwal	Independent, Non-Executive Director
Ms. Ayushi Bajaj	Company Secretary
OTHER REPRESENTATIVES:	
Mr. Shivam Grover	Scrutinizer and Secretarial Auditor
Mr. Rakesh Kumar Agrawal	Statutory Auditor

No. of Shareholders attended the meeting through Video Conferencing (VC)/ Other Audio-Visual means (OAVM):

Promoters and Promoters Group: 14

Public: 17

Chairmanship

Mr. Nishant Gupta, Managing Director was unanimously elected as Chairman for the Annual General Meeting except for Item No. 3 which was presided by Mr. Robin Srivastava.

Accounts and Statutory Register

The following documents/Registers were available for inspection

- i. Notice convening Annual general Meeting and documents referred therein;
- ii. Register of Directors and Key Managerial Personnel and their Shareholding
- iii. Register of Contracts or Arrangements

Welcome

Ms. Ayushi Bajaj, Company Secretary, introduced all the Board Members and acknowledged the presence of invitees at the meeting. It was informed that pursuant to circulars and directives issued by MCA and SEBI and as per the applicable provisions of the Companies Act, 2013, the Annual General Meeting was being held through video conferencing. Miss Bajaj requested Mr. Nishant Gupta to preside over the meeting. Mr. Gupta formally extended a very warm welcome to all the members and special invitees to the Annual General Meeting.

Quorum

The Chairman confirmed that the requisite quorum was present, the Chairman called the meeting to order. The Meeting commenced at 02:30 p.m.

All the Directors of the Company were present during the meeting.

The Chairperson of all Committees constituted by the Board, including Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the Meeting. The Secretarial Auditor was also in attendance. The Chief Financial Officer and the Company Secretary were present throughout the meeting.

Notice Convening Annual General Meeting

The Chairman explained the objective and implications of the Resolutions mentioned in the Annual general Meeting notice before they were put to vote except for Item No. 3 for which Mr. Robin Srivastava chaired the Meeting. Mr. Gupta provided fair opportunity to Members who were entitled to vote to seek clarifications and offer comments related to any item of business.

The Chairman informed the members that the Company had taken all requisite steps under the current circumstances to enable the members to participate through video conferencing and vote electronically at the AGM. The Chairman further informed that the Company has availed the services of NSDL to provide the facility of Remote e-voting, to participate in this Annual general Meeting through VC/OAVM facility and E-Voting during this AGM. The Notice convening the AGM and Annual Report of the Company for the Financial Year ended March 31, 2024, were taken as read as the same were already circulated to the members. The Reports of the Auditors and Board Report were not required to be read as they did not contain any adverse comments or qualification.

The Chairman informed that the Company had provided an e-voting facility to all shareholders to cast their votes on the resolutions mentioned in the notice. The e-voting period started on Sunday, 1st September 2024, and ended on Tuesday, 3rd September 2024. He further noted that the facility to vote at the AGM was available to those members who had not cast their votes through Remote e-voting.

The Chairman further informed the members that Mr. Shivam Grover, Company Secretary in Practice, had been appointed as the Scrutinizer for Remote e-voting and e-voting to be conducted at the AGM.

The Chairman also stated that those members who had not cast their votes through Remote e-voting and who were holding shares as of the cut-off date would be allowed to cast their votes at the AGM through e-voting.

Thereafter, the Chairman delivered a speech covering, inter alia, the business and financial performance of the Company, as well as future opportunities and potential. He provided insights into the Company's performance.

The Chairman then invited shareholders who had registered themselves to present their queries. He announced that the combined results of the Remote e-voting and e-voting conducted at the AGM would be disseminated to the stock exchange and also placed on the Company's website within 48 hours of the conclusion of the Annual General Meeting.

The Chairman thanked all shareholders for their presence and support and declared the Annual General Meeting closed. The Company Secretary informed the members that electronic voting on the NSDL platform would remain open for an additional 15 minutes to enable any remaining members to cast their votes.

ORDINARY BUSINESS

Item no.1

Ordinary Resolution:

TO RECEIVE, CONSIDER AND ADOPT STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND REPORT OF THE AUDITORS THEREON AND OTHER REPORTS.

"RESOLVED THAT standalone and consolidated audited financial statements of the Company for the financial year ended 31st March, 2024 together with the Report of the Board of Directors and Report of the Auditors thereon and other report as presented to the meeting be and hereby approved and adopted."

Item no. 2

Ordinary Resolution:

TO RE-APPOINT MRS. RATI GUPTA (DIN: 06872711), EXECUTIVE DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HERSELF FOR REAPPOINTMENT.

"RESOLVED THAT Rati Gupta (DIN: 06872711), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment be and is hereby appointed as Director of the Company."

SPECIAL BUSINESS

Item no. 3

Special Resolution:

APPROVAL FOR REAPPOINTMENT OF MR. NISHANT GUPTA (DIN: 00326317) AS THE MANAGING DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") as amended from time to time, approval of the Members be and is hereby accorded to re-appoint Mr. Nishant Gupta (DIN: 00326317) as Managing Director of the Company, liable to retire by rotation, for a period of 3 (three) years commencing from 30th September, 2024 to 29th September, 2027 on the terms & conditions including payment of remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and remuneration within the provisions of sections 196, 197 and 198 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and / or any rules or regulations made thereunder as it may deem fit;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year(s), during the tenure of Mr. Nishant Gupta, as Managing Director of the Company, the above mentioned remuneration be paid to Mr. Nishant Gupta, as minimum remuneration, subject to the applicable provisions of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and approval of Central Government, if necessary, or any other approvals as may be required under law;

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E- form with the Registrar of Companies, and to intimate the Stock Exchange, to give effect to the above resolution.”

Item no. 4

Special Resolution:

APPROVAL FOR REVISION IN REMUNERATION OF MRS. RATI GUPTA, EXECUTIVE DIRECTOR OF THE COMPANY


“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such approval as may be required, the approval of the members of the Company be and is hereby accorded for payment to Mrs. Rati Gupta (DIN: 06872711), Executive Woman Director, such remuneration, as approved in the said resolution (reproduced in the annexed Explanatory Statement), as minimum remuneration in case the Company has no profits or the profits of the Company are inadequate during period commencing from October 01, 2024 to September 30, 2027, notwithstanding that such remuneration may exceed the limits specified under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT all other existing terms and conditions of appointment of Mrs. Rati Gupta shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee constituted by the Board or any person(s) authorized by the Board in this regard) be and are hereby authorised to do all acts and deeds, things and execute all such documents and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

The meeting was then concluded at 02:57p.m with a vote of thanks to Chair.

For Assam Entrade Limited
For Assam Entrade Limited


Nishant Gupta
Managing Director

Date: 04/09/2024

Place: Kanpur