

September 05, 2020

**Corporate Relations
BSE Limited**

Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-4000 01
(Security Code : 534615)

**The Manager (Listing Department)
National Stock Exchange of India Limited**
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
(Symbol: NECCLTD)

SUBJECT: NOTICE OF 35TH ANNUAL GENERAL MEETING UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015 AND BOOK CLOSURE FOR THE FINANCIAL YEAR 2019-20.

Dear Sir,

This is to inform you that the 35th Annual General Meeting (AGM) of the Company will be held on **TUESDAY, SEPTEMBER 29, 2020 AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS (VC/OAVM)**. Pursuant to the provisions of Companies Act, 2013, Rules made thereunder and Regulation 42 of SEBI (LODR) Regulations, 2015, it is informed that the Company has fixed the following dates in connection with the 35th AGM:-

Cut-off date for determining the eligibility to vote in respect of items of business to be transacted at the 35 th AGM	Tuesday, September 22, 2020
Period of Closure of Register of Members and Share Transfer Books for the purpose of 35 th AGM	Wednesday, September 23, 2020 to Tuesday, September 29, 2020 (both days inclusive).
Period of remote e-voting to enable shareholders as on the Cut-off date i.e. September 22, 2020 to cast their votes on proposed resolutions electronically.	From Saturday, September 26, 2020 (9.00 A.M.) to Monday, September 28, 2020 (5.00 P.M.).

This is for your kind information and dissemination.

Thanking You,
For North Eastern Carrying Corporation Limited

(Mamta Bisht)
Company Secretary & Compliance Officer



NOTICE 35th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY FIFTH (35th) ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF NORTH EASTERN CARRYING CORPORATION LIMITED (CIN: L51909DL1984PLC019485) WILL BE HELD ON TUESDAY, SEPTEMBER 29, 2020 AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS (VC/OAVM) TO TRANSACT THE FOLLOWING BUSINESS(ES):

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Utkarsh Jain (DIN: 05271884), who retires by rotation and being eligible, offers himself for re-appointment.

**By Order of the Board of Director of
North Eastern Carrying Corporation Limited**

**Place: Delhi
Date: September 05, 2020**

**Sd/-
(Sunil Kumar Jain)
Chairman and Managing Director
DIN: 00010695**

NOTES:

1. In view of the outbreak of the COVID-19 pandemic, social distancing norms to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular dated May 12, 2020, and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], the 35th AGM of the Company is being conducted through VC/OAVM Facility, without physical presence of members at a common venue. The deemed venue for the 35th AGM shall be the Registered Office of the Company.
2. In terms of the MCA Circulars, physical attendance of Members at the AGM and appointment of proxies has been dispensed with. Accordingly, the Attendance Slip, Proxy Form and Route Map are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of casting vote through remote e-Voting prior to the AGM, participation in the 35th AGM through VC/OAVM Facility and for electronic voting during the AGM.
3. Attendance of the Members participating in the 35th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. In line with the MCA Circulars and SEBI Circular referred above, the Notice of the 35th AGM along with Annual Report is being sent by e-mail to all members, whose e-mail IDs are registered with the Company. The said documents are available on the website of the Company at www.neccgroup.com and on the website of National Stock Exchange of India Limited at

www.nseindia.com and BSE Limited at www.bseindia.com and also on the website of Central Depository Securities Limited ("CDSL") at www.evotingindia.com.

The Company had published advertisements in newspapers to encourage shareholders, holding shares in physical and electronic form, to register/update their email IDs for receiving the Annual Report for the financial year 2019-20.

Those shareholders who have still not been able to update their e-mail IDs, may follow the process below for registration of e-mail IDs and procuring User IDs & Password for e-voting, on the resolutions set out in this Notice:-

- In case shares are held in Demat mode, please send an e-mail to cs@necgroup.com quoting DP ID Client ID(16 digit DP ID + Client ID or 16 digit beneficiary ID), Name of holder(s), scanned copy of client master list/demat account statement, PAN Card and Aadhaar Card.

- In case shares are held in physical mode, please send an e-mail to cs@necgroup.com quoting Folio No., Name, scanned copy of Share certificate (front & back), PAN Card and Aadhaar Card.

5. Members of the Company including Institutional Investors are encouraged to attend the AGM and vote on items to be transacted at the AGM. Corporate Members are requested to send a certified copy of the Board resolution / authorization letter to the Company through e-mail at cs@necgroup.com.

6. The Company has fixed **Tuesday, September 22, 2020** as the Cut-off date for determining the eligibility to vote in respect of items of business to be transacted at the 35th AGM.

Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and is holding shares as on the cut-off date, may obtain the login ID and password by sending a request at www.evotingindia.com. However, if he / she is already registered with CDSL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote. Any shareholder who disposes off his shareholding such that he/she is not a member as on the cut-off date should treat this Notice for information purposes only.

Further, the Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, September 23, 2020 to Tuesday, September 29, 2020 (both days inclusive)**.

7. **Mr. Ashish Kumar Friends, M/s A.K. Friends & Co.**, Practicing Company Secretaries, New Delhi has been appointed as the Scrutinizer to scrutinize the votes cast by the shareholders in respect of items of business to be transacted at the 35th AGM, in a fair and transparent manner.
8. In compliance with provisions of MCA Circulars and SEBI Circular referred above, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by ICSI, the Company is offering e-voting facility to the shareholders to enable them to cast their votes electronically on the items mentioned in the Notice. Those Shareholders who do not opt to cast their vote through remote e-voting, may cast their vote through electronic voting system during the AGM.

CDSL will be providing facility for remote e-voting, participation in the 35th AGM through VC/OAVM and voting during the 35th AGM through electronic voting system. The remote e-voting period begins on **Saturday, September 26, 2020 (9.00 A.M.)** and ends on **Monday, September 28, 2020 (5.00 P.M.)**. The remote e-voting module shall be disabled by CDSL for voting thereafter.

Please refer to detailed instructions for remote e-voting, attending the 35th AGM through VC/OAVM and electronic voting during the AGM, annexed to this Notice.

9. Brief Resume of the Director seeking re-appointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI (LODR) Regulations, 2015} is annexed hereto and forms part of Notice.
10. SEBI encourages all shareholders to hold their shares in dematerialized form as this eliminates the possibility of damage/loss of physical share certificate(s) & cases of forgery and facilitates the ease and convenience of paperless trading of shares. Further, no stamp duty is payable on transfer of shares held in Demat form. It is also pertinent to mention that with effect from April 1, 2019, SEBI has prescribed that requests for effecting transfer of securities (except transmission or transposition cases) shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, we request you to convert your shareholdings from physical

form to demat form at the earliest, in existing demat account or new demat account to be opened with any Depository Participant (DP).

11. Members who hold shares in physical form are requested to send all correspondence concerning transmission, transposition, sub-division, consolidation of shares or any other related matter and/or change in address or bank account, to R&TA of the Company and in case of shares held in electronic mode, to their respective Depository Participants.
12. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to write to the R&TA of the Company in Form SH-13 as prescribed in the Companies (Share Capital and Debentures) Rules, 2014. In case of shares held in dematerialized form, the nomination form has to be lodged directly with the respective DP.
13. The Register of Directors and Key Managerial Personnel (KMP) and their shareholding maintained under Section 170 of the Companies Act, 2013, Register of contracts and arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice, will be available for inspection through electronic mode, without any fee, by the members from the date of circulation of this Notice, up to the date of AGM i.e. September 29, 2020. Members desiring for inspection of said documents are requested to send an e-mail to the Company at cs@neccgroup.com.
14. Members desirous of getting any information on any item(s) of business of this meeting are requested to send an e-mail mentioning their name, demat account number/folio number, email id, mobile number to cs@neccgroup.com at least seven days prior to the date of the AGM and the same will be replied by the Company suitably.
15. The Scrutinizer shall, after the conclusion of the electronic voting during the AGM, assess the votes cast at the meeting through electronic voting system, thereafter unblock the votes cast through remote e-voting and make a consolidated Scrutinizer's Report and submit the same to the Chairman of the Meeting.
16. The results of the voting indicating the number of votes cast in favour or against each of the Resolution(s), invalid votes and whether the Resolution(s) have been carried out or not, together with the Scrutinizer's Report, will be uploaded on the website of the Company (www.neccgroup.com) and on CDSL website (www.evotingindia.com) and will also be submitted to BSE Limited and National Stock Exchange of India Limited within the prescribed time. Further, the Resolution(s), if passed by requisite majority, shall be deemed to be passed on the date of 35th AGM.

**By Order of the Board of Director of
North Eastern Carrying Corporation Limited**

**Place: Delhi
Date: September 05, 2020**

**Sd/-
(Sunil Kumar Jain)
Chairman and Managing Director
DIN: 00010695**

Instructions for remote e-voting, attending the 35th AGM through VC/OAVM and electronic voting during the AGM.

- (i) The shareholders need to visit the e-voting website <http://www.evotingindia.com/>.
- (ii) Click on “Shareholders” module.
- (iii) 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.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) If you are a first time user follow the steps given below:

	For Shareholders 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"> ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is mentioned in email..
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 as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) 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 also to be used by the demat holders for voting on resolutions of any other company for which they are eligible to vote, provided that the 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.
- (ix) For shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiii) After selecting the resolution on which you have decided to vote, 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) 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.
- (xvii) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHO WISH TO OBTAIN LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE BUT WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES

1. For Physical shareholders- Kindly send an email with a scanned request letter duly signed by 1st shareholder, scan copy of front and back of one share certificate, and copy of PAN card to info@masserv.com
2. For Demat shareholders - Kindly update your email id with your depository participant and send copy of client master to info@masserv.com

INSTRUCTIONS FOR JOINING MEETING THROUGH VC:

- (i) To join the meeting, the shareholders should log on to the e-voting website <http://www.evotingindia.com/> and login as explained above. After logging-in, kindly click on 'live streaming' tab and you will be redirected to 'cisco' website.

In the “Name” field - Put your name.

In the “last name” field - Enter your folio no. as informed in e-mail

In the “Email ID” field - Put your email ID

In the “Event password” field - Put the password as “cdsl@1234”

Click join now button.

Event No. 166 553 1030 will start and you will be in the AGM through Video conferencing.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the webex meet app from the respective play store.

PRE-REQUISITE FOR JOINING OF MEETING THROUGH DESKTOP OR LAPTOP:

1. System requirement:
 - ✓ Windows 7, 8 or 10
 - ✓ I3
 - ✓ Microphone, speaker
 - ✓ Internet speed minimum 700 kbps
 - ✓ Date and time of computer should be current date and time

PRE-REQUISITE FOR JOINING OF MEETING THROUGH MOBILE:

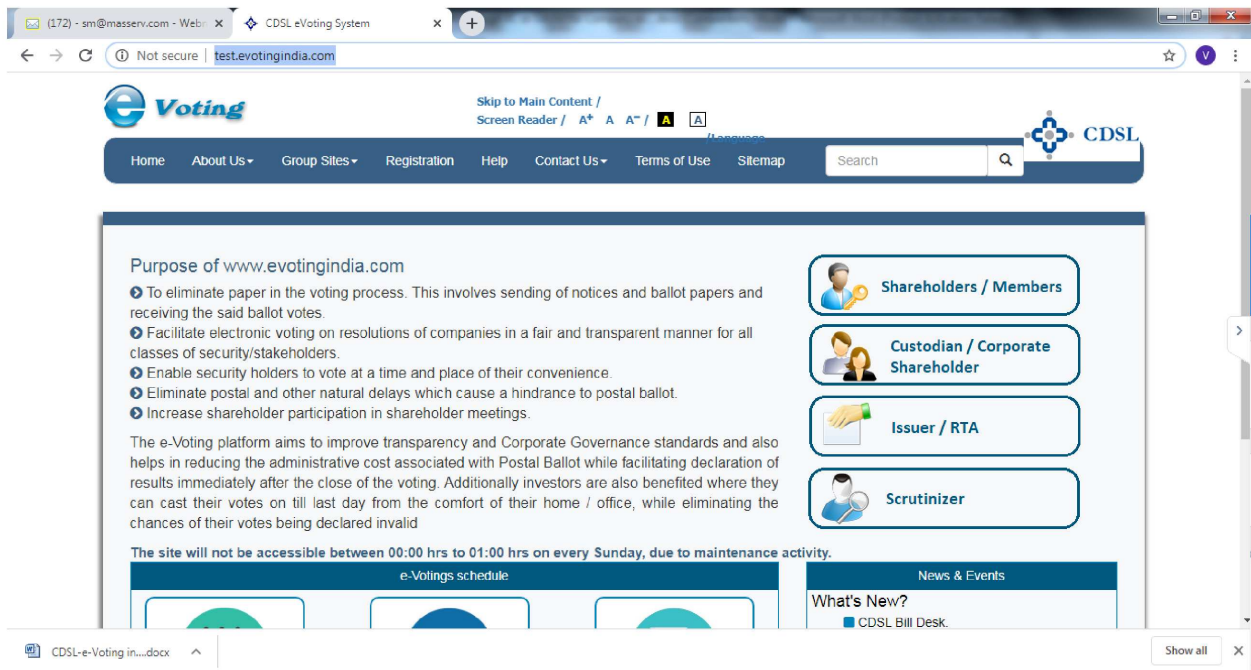
- ✓ Please download webex application from play store

NOTE: IT IS ADVISABLE TO LOGIN BEFOREHAND AT E-VOTING SYSTEM AS EXPLAINED IN E-VOTING INSTRUCTIONS ABOVE, TO BE FAMILIAR WITH THE PROCEDURE, SO THAT YOU DO NOT FACE ANY TROUBLE WHILE LOGGING-INDURING THE AGM.

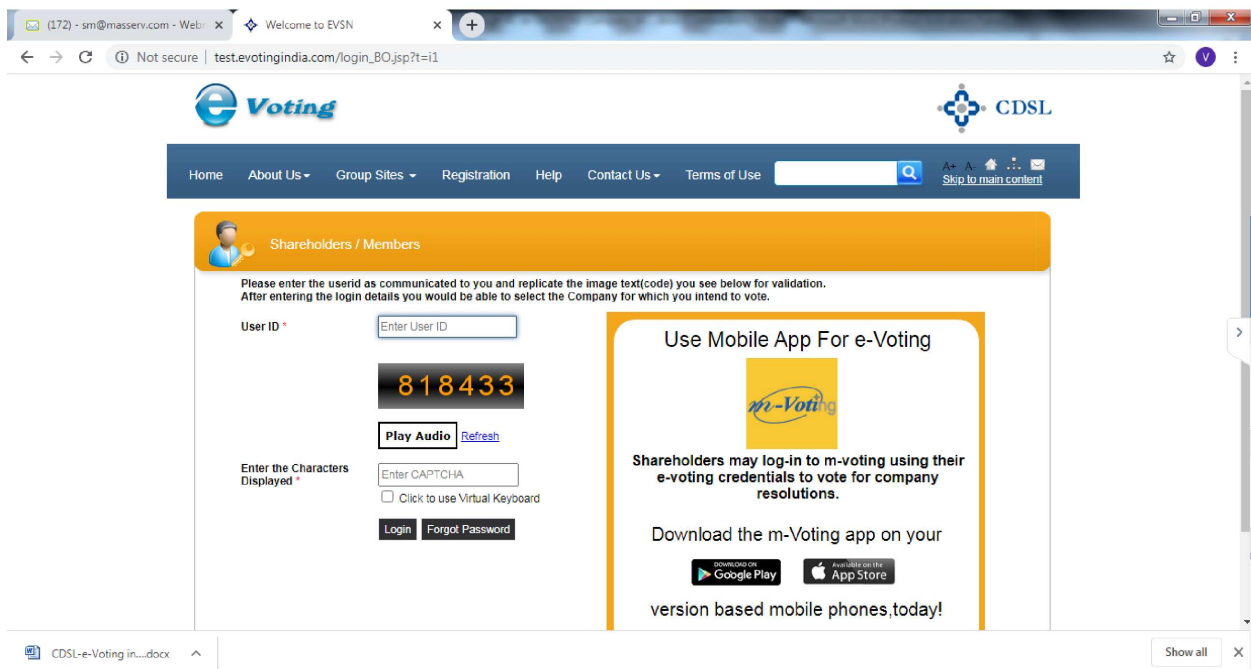
PROCEDURE FOR E-VOTING AND JOINING OF MEETING THROUGH VC

(EXPLAINED USING SCREENSHOTS):

- i. The shareholders should log on to the e-voting website <http://www.evotingindia.com/>. Below screen will be appear.

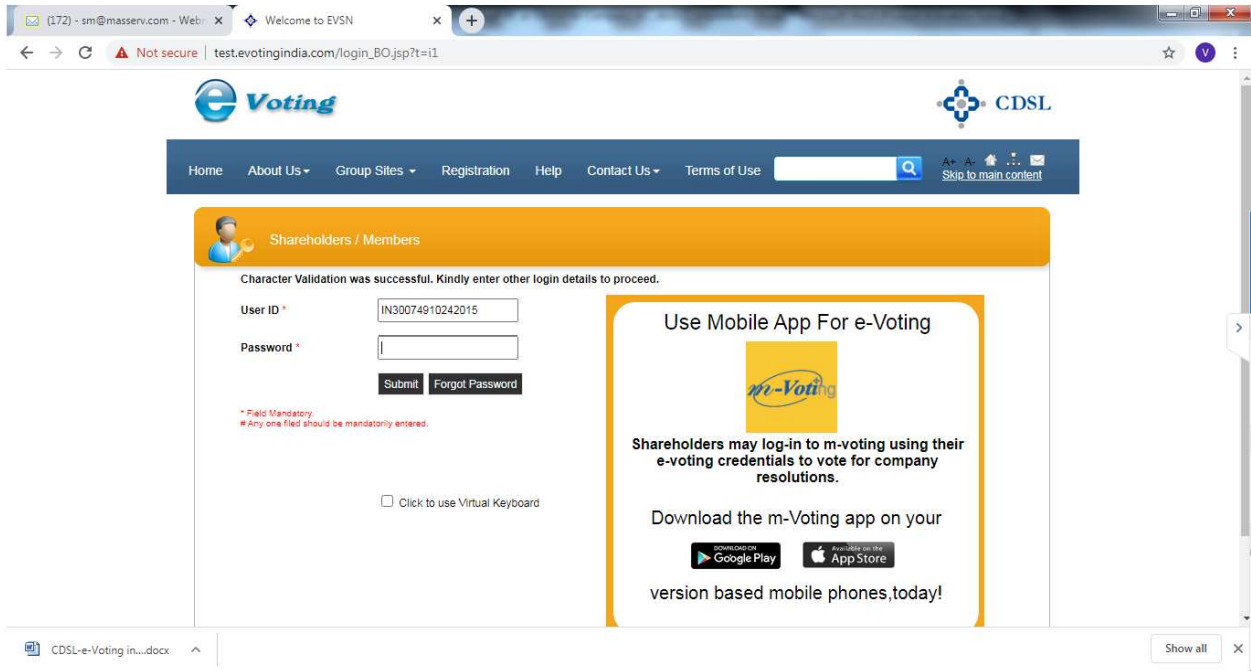


- ii. Press Shareholders/Members tab, after which the below screen will be appear.

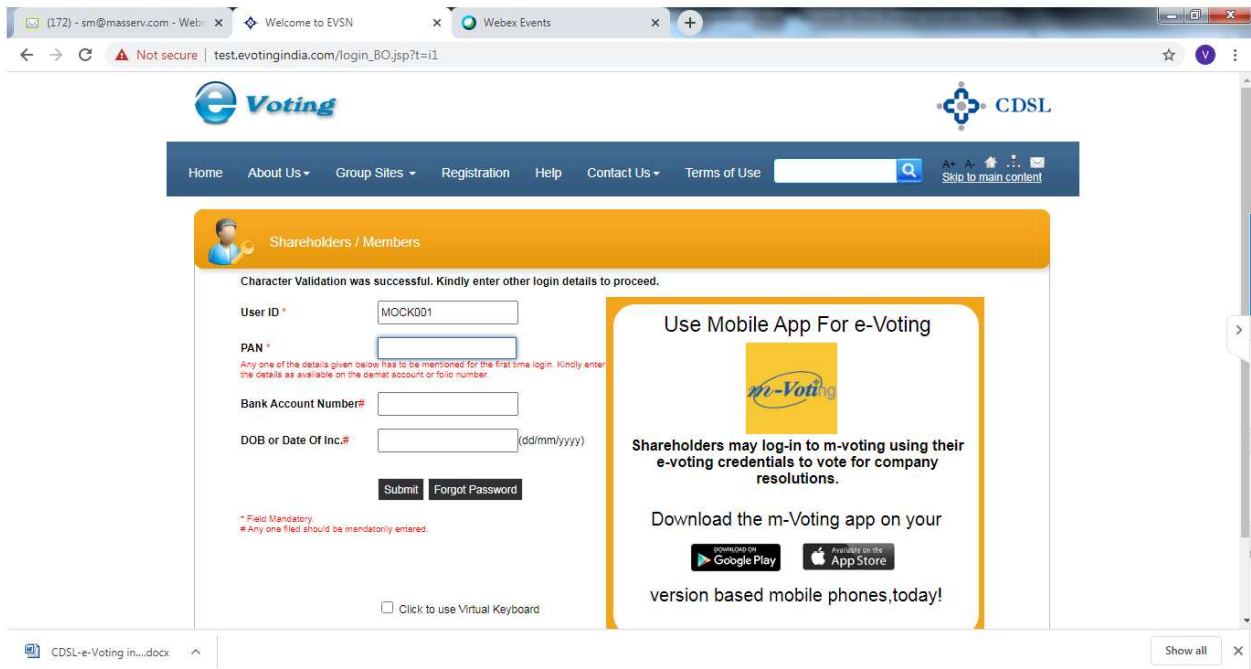


iii. Enter user id as mentioned in your invite email, or read point number (iii) as given above.

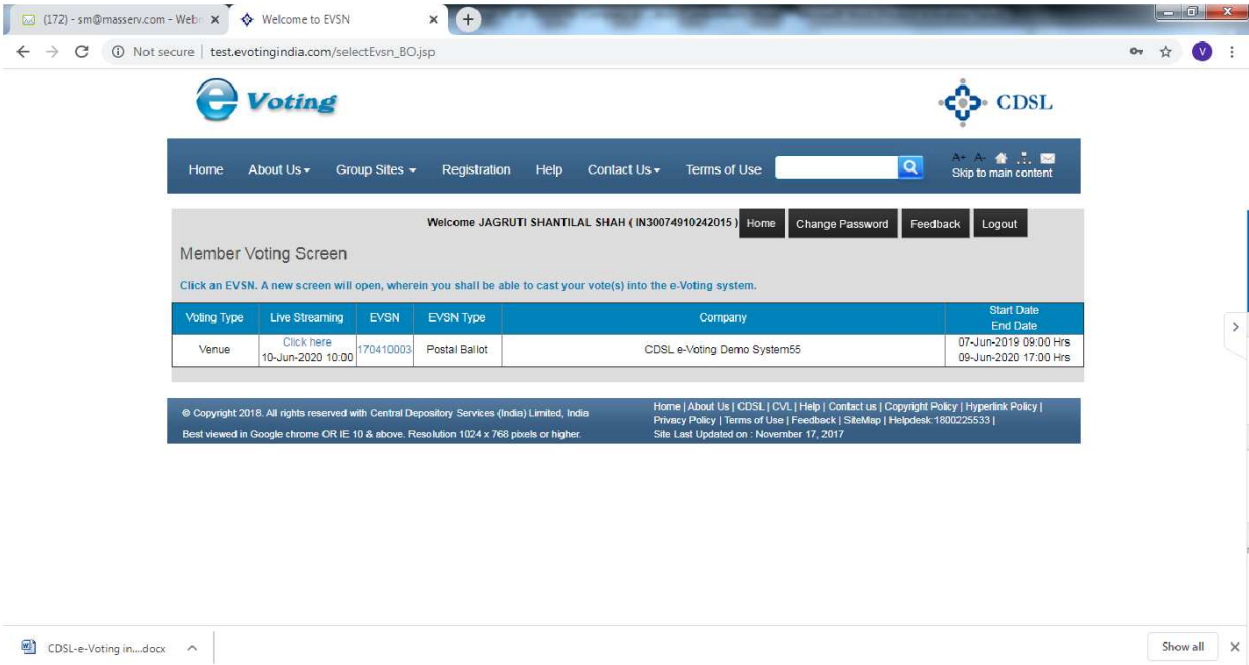
Since you are a registered user, below screen will be appear. Enter your existing CDSL password in password field.



iv. In case you are 1st time user of CDSL e-voting system, then below screen will be appear.



v. Enter your PAN and bank detail/DOB or follow instruction as given point number (vi) above or mentioned in invite email; then below screen will be appear.



Member Voting Screen

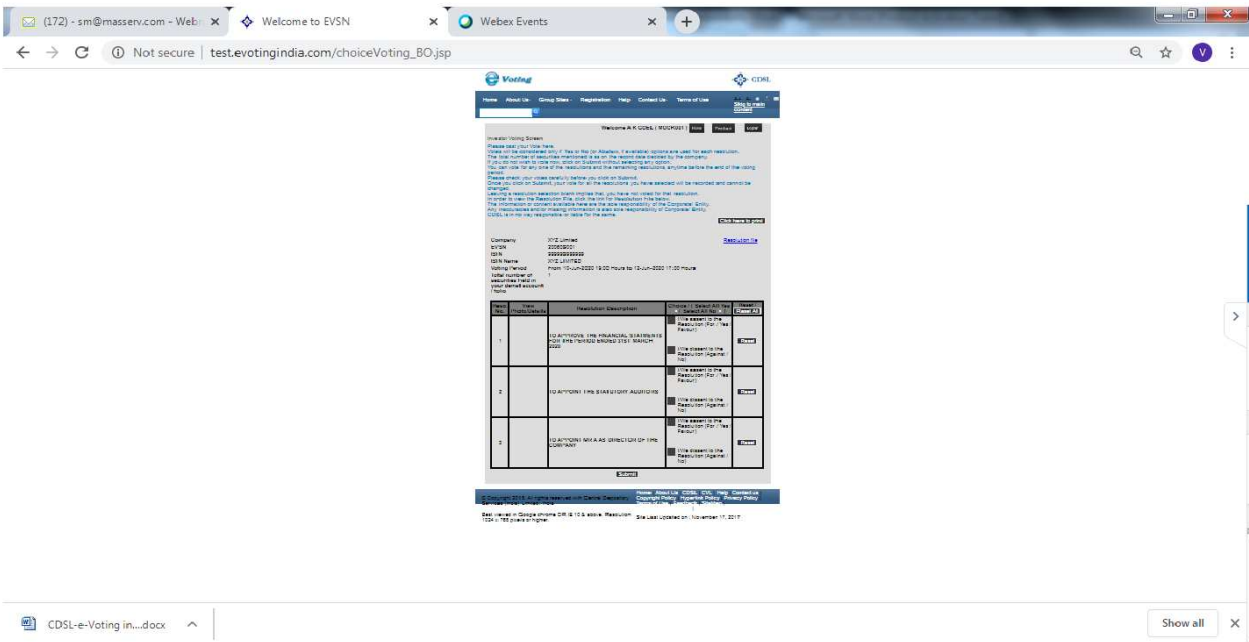
Click an EVSN. A new screen will open, wherein you shall be able to cast your vote(s) into the e-Voting system.

Voting Type	Live Streaming	EVSN	EVSN Type	Company	Start Date End Date
Venue	Click here	170410003	Postal Ballot	CDSL e-Voting Demo System55	07-Jun-2019 09:00 Hrs 09-Jun-2020 17:00 Hrs

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Best viewed in Google chrome OR IE 10 & above. Resolution 1024 x 768 pixels or higher.

- vi. For e-voting, press EVSN number given in EVSN column; and for joining AGM through video conferencing, click on “Click here” tab under the live streaming column.

E-voting screen will be shown as below, where you can cast your vote and press submit button given at the bottom of the screen.



Choice Voting Screen

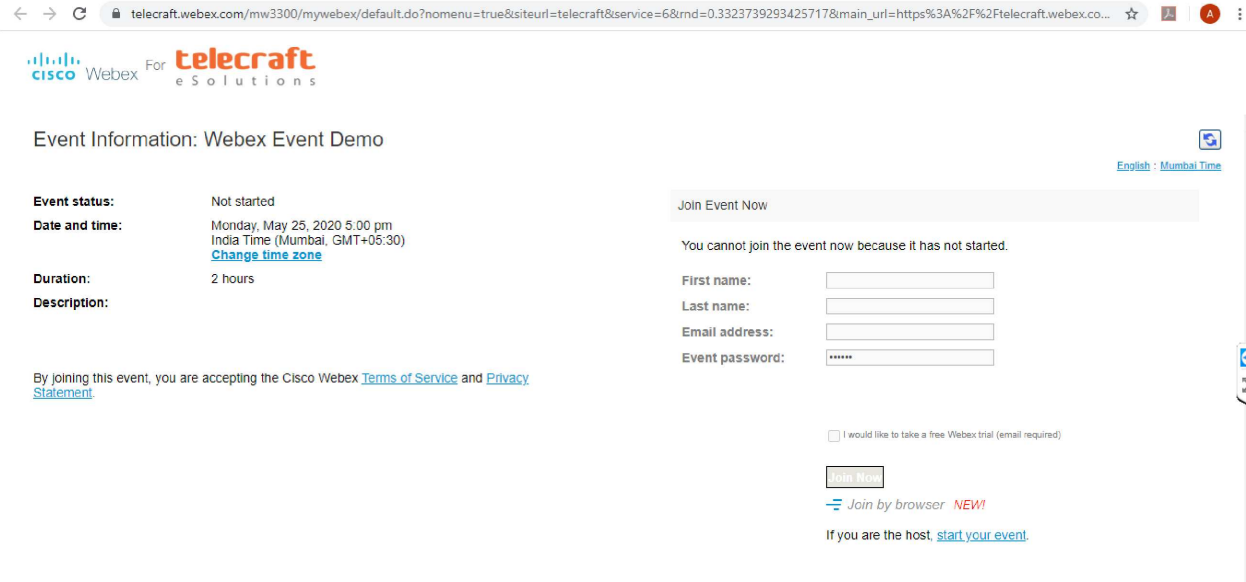
Please click on the 'Click here' tab under the live streaming column, if a window opens you need to join resolution. The link provided to resolve the window is given in the below table provided by the system. You can click on the link and you will be able to join the resolution. Please click on the link.

Please click on the 'Click here' tab under the live streaming column, if a window opens you need to join resolution. The link provided to resolve the window is given in the below table provided by the system. You can click on the link and you will be able to join the resolution. Please click on the link.

Please click on the 'Click here' tab under the live streaming column, if a window opens you need to join resolution. The link provided to resolve the window is given in the below table provided by the system. You can click on the link and you will be able to join the resolution. Please click on the link.

Sl. No.	Resolution Description	Yes	No	Abstain
1	TO APPROVE THE FINANCIAL STATEMENTS AND INTERIM DIVIDEND FOR THE FINANCIAL YEAR 2019-20	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	TO APPROVE THE SHARE BUYBACK AGREEMENT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	TO APPROVE THE SHARE BUYBACK AGREEMENT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Screen for login into Video Conferencing is shown below:



Fill the details as:

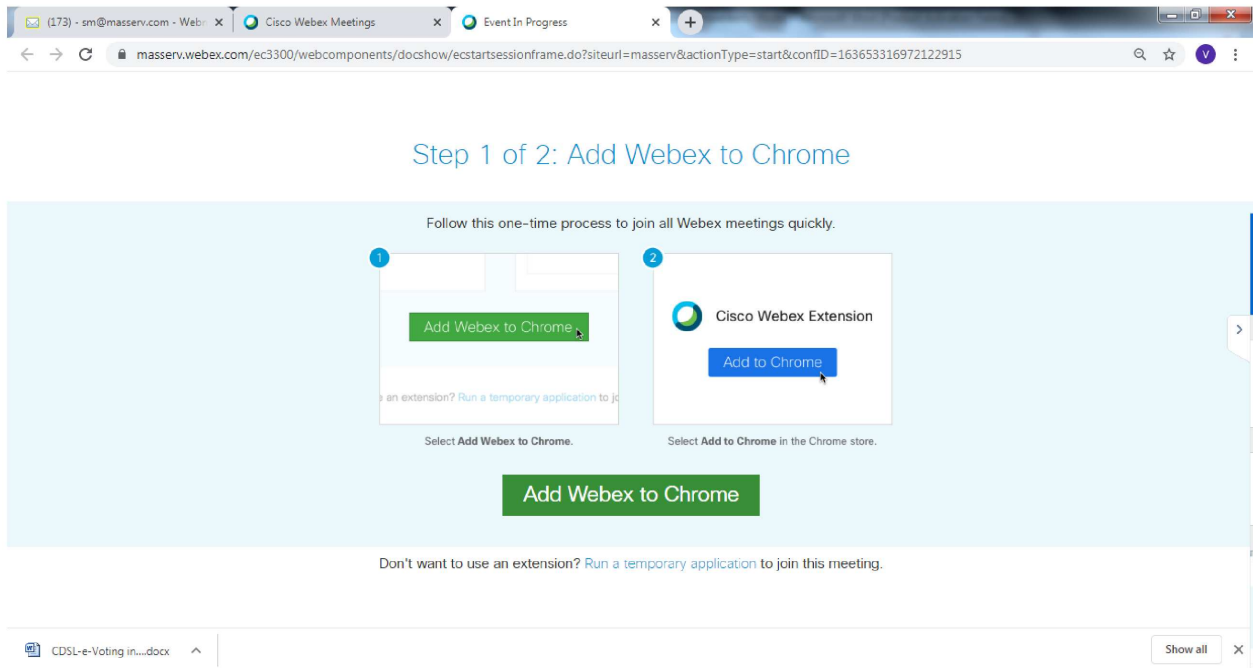
- In the "Name" field - Put your name.
- In the "last name" field - Enter your folio no. as informed in e-mail
- In the "Email ID" field - Put your email ID
- In the "Event password" field - Put the password as "cdsl@1234"

Click join now button.

Event No. 166 553 1030 will start and you will be in the AGM through Video conferencing.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the webex meet app from the respective play store.

vii. Once you click on 'Join now' tab, the following screen will be appear :



viii. Now, Kindly click on 'Run a temporary application', after which a Webex driver will get downloaded. After downloading webex driver, run the application and you will be directed to the AGM.

BRIEF RESUME OF THE DIRECTORS SEEKING RE-APPOINTMENT AT THE 35TH ANNUAL GENERAL MEETING

Name	Mr. Utkarsh Jain
DIN	05271884
Date of Birth	20 th April, 1994
Date of Appointment	16 th December, 2013
Qualification	BSc (Hons) in Management Studies from the University of Nottingham, United Kingdom, IIM Ahmedabad Alumni
Expertise in specific Functional area	He has done his Graduation in BSc (hons) in Management Studies, from the University of Nottingham, UK, IIM Ahmadabad. He has joined the Management of the Company as Whole Time Director to share hands with his father in the legacy of the family business. He is giving new shape to the business with his innovative and fresh ideas to enhance the project business. He is involved in getting major assignments for the Company.
Directorship held in other Companies	<ol style="list-style-type: none"> 1. GAURANG DEVELOPERS PRIVATE LIMITED 2. SUPER REALCON PRIVATE LIMITED 3. SHREYANS BUILDTECH PRIVATE LIMITED 4. SHREYANS LOGISTICS PRIVATE LIMITED 5. N E C C LOGISTICS LIMITED 6. SUVI DEVELOPERS PRIVATE LIMITED 7. N E C C AUTOMOBILES PRIVATE LIMITED 8. SHREYANS BUILDWELL PRIVATE LIMITED 9. N E C C SECURITIES PRIVATE LIMITED 10. INDIKA AGRO PRODUCTS PRIVATE LIMITED 11. SHUBHI AGENCIES PRIVATE LIMITED
Membership/ Chairmanship of Committees across all Public Companies other than NECC	<p>N E C C Logistics Limited</p> <ol style="list-style-type: none"> 1) Audit committee 2) Stakeholder relationship committee
Number of Shares held in the Company	Mr. Utkarsh Jain holds 1,53,910 equity shares (0.31%) in the Company.
Relationships with other Directors, Manager and other Key Managerial Personnel	Mr. Utkarsh Jain is one of the promoters of the Company. There is no relationship between any Directors of the Company except with Mr. Sunil Kumar Jain.