

To,  
**BSE Limited**  
**Corporate Listing Department,**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street,**  
**Mumbai – 400001**

**Date: 01.09.2022**

**Scrip Code: 520127**

Dear Sir/Madam,

**Subject: Intimation of 28th Annual General Meeting, Remote E-voting & Book Closure**

Notice is hereby given that the 28th Annual General Meeting (AGM) of the Members of Balurghat Technologies Limited will be held on Tuesday, 27th September, 2022 at 1.00 p.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the provisions of the Companies Act, 2013 and General circular no. 14/2020 dated April 8, 2020, General circular no. 17/2020 dated April 13, 2020 and General Circular no. 20/2020 dated May 5, 2020 read with Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 3/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by Securities and Exchange Board of India ('SEBI Listing Regulations') the AGM of the Company is being held through VC / OAVM.

Notice is also hereby given that pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Section 91 of the Companies Act, 2013 that the Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2022 to 27th September, 2022 (both days inclusive) for the purpose of AGM of the Company.

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is pleased to provide its Members, the facility to cast their vote by electronic means on all the resolutions mentioned in the notice. The Company has fixed **20th September, 2022** as the Cut-off date for the purpose of determining eligibility of shareholders to cast their votes electronically/ through ballot in respect of the businesses to be transacted at the AGM.

This is for your information & records

Thanking You  
Yours Faithfully,  
**For Balurghat Technologies Limited**

PRITY  
BISHWAKARMA

Digitally signed by  
PRITY BISHWAKARMA  
Date: 2022.09.01  
15:36:52 +05'30'

**Prity Bishwakarma**  
**Company Secretary & Compliance Officer**

Encl.: as above

**BALURGHAT TECHNOLOGIES LIMITED**

Registered office:170/2C, A.J.C. Bose Road, Kolkata-700014

CIN: L60210WB1993PLC059296,

Phone: (033) 40036404

Email: [kolkata@balurghat.co.in](mailto:kolkata@balurghat.co.in)

Website: [www.balurghat.co.in](http://www.balurghat.co.in)

**NOTICE OF 28<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the **28<sup>th</sup> Annual General Meeting** of the Members of Balurghat Technologies Limited will be held on Tuesday, 27<sup>th</sup> September, 2022 at 01:00 PM through Video Conferencing (“VC”) or other Audio-Visual Means (“OAVM”), to transact the following business:

**ORDINARY BUSINESS:**

**Item No. 1**

**To receive, consider and adopt the Directors Report and the Audited Financial Statements of the Company for the financial year ended 31st March 2022 along with Auditor's Report thereon and accordingly to consider adoption of the following Resolution as an ORDINARY RESOLUTION**

“**RESOLVED THAT** the audited financial statements of the Company for the year ended 31st March, 2022, including Balance Sheet as at 31st March 2022, the statement of Profit & Loss Account, and statement of Cash Flow for the financial year ended 31st March, 2022, together with the Reports of the Auditors of the Company thereon along with the annual report of the Board of Directors to the shareholders be and the same are hereby taken on record and approved.”

**Item No. 2**

**To re-appoint Director in place of Mr. Rajendra Dugar (DIN:08187495) who retire by rotation and being eligible, offers himself for re-appointment and accordingly to consider, adoption of the following resolution, as an ORDINARY RESOLUTION**

“**RESOLVED THAT** Mr. Rajendra Dugar (DIN: 08187495), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

**SPECIAL BUSINESS:**

**Item No. 3**

**Regularisation of Additional Director as a Director of the Company, 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 provision of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Appointments and Qualification of Directors) Rule 2014 and (including any statutory modification (s) or re enactment thereof for the time being in force and other Applicable law Mr. Manik Chand Tater (DIN:01096517) who was appointed as an Additional Director of the Company with effect from November 23, 2021 by the Board of Directors pursuant to Section 161 of the Companies Act and as recommend by the Nomination and Remuneration Committee and who holds office only up to the date of the ensuing Annual General Meeting of the Company be and is hereby appointed as a director of the Company.”

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

**Item No. 4**

**Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013. To consider and, if thought fit, to pass with or without modification, the following Resolution as a SPECIAL RESOLUTION**

**“RESOLVED THAT** pursuant to Section 13, 15 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force, and Rules made there under and subject to necessary statutory approvals and modifications if any, consent of the members be and is hereby accorded to adopt the new Memorandum of Association in place of the existing Memorandum of Association with no change in existing Clauses”.

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

**Item No. 5**

**Adoption of Articles of Association as per the provisions of the Companies Act, 2013.**

**To consider and, if thought fit, to pass with or without modification, the following Resolution as a SPECIAL RESOLUTION**

**“RESOLVED THAT** pursuant to the provisions of Section 14, 15 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the members be and is hereby accorded to adopt the new set of Articles of Association”.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary or expedient to give effect to the foregoing resolution”

**By Order of The Board  
Balurghat Technologies Limited  
Sd./-  
Prity Bishwakarma  
Company Secretary**

**Date 01.09.2022**

**Place: Kolkata**

**NOTES:**

1. The 28th AGM of the Company is scheduled to be held on Tuesday, September 27, 2022, at 1.00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the General circular no. 14/2020 dated April 8, 2020, General circular no. 17/2020 dated April 13, 2020 and General Circular no. 20/2020 dated May 5, 2020 read with Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 3/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by Securities and Exchange Board of India ("SEBI"), to transact the businesses as set forth in the Notice of the 28th AGM.
2. In view of the relaxation granted by the Ministry of corporate Affairs vide its Circulars, Notice of AGM, Annual Report for the Financial Year 2021-22 inter alia comprises of Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of Board of Directors and Auditors thereon will be sent to the shareholders by email only whose email ids are registered with the Company/Depository Participants and physical notices and statements will not be sent to the shareholders. Shareholders are requested to register/ update their email addresses.
3. 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 MCA Circulars 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
4. 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 to at least 1000 members on first come first served basis. This limit 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 of first come first serve mode.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
7. 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 at [www.balurghat.co.in](http://www.balurghat.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
8. The 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 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 & General Circular No. 3/2022 dated May 5, 2022.
9. In continuation of this General Circular No. 3/2022 dated May 5, 2022 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year become due in the year 2022, to conduct their AGMs on or before 31.12.2022, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

**THE INTRUCTIONS TO SHAREHOLDERS FOR REMOTEE-VOTING AND E-VOTING DURING AGM THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on 23rd September, 2022 at 10:00 A.M., Friday and ends on 26<sup>th</sup> September, 2022 at 5 P.M., Monday. During this period shareholders of the Company, holding shares either in

physical form or in dematerialized form, as on the cut-off date (record date) of 20th September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (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 e-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.

- (iv) 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings 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	<p>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 or joining virtual meeting &amp; voting during the meeting. 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.</p> <p>3) 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> Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. 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 able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 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 or joining virtual meeting &amp; voting during the meeting</p>
<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 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 login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>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 toll free no. 1800 22 55 33</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>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</p>

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

1. Click on “Shareholders” module.
2. 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.
3. Next enter the Image Verification as displayed and Click on Login.
4. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
5. If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  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.  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 (v).

After entering these details appropriately, click on “SUBMIT” tab.

- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant i.e. Balurghat Technologies Limited on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporate” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto: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; cs@balurghat.co.in if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kolkata@balurghat.co.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. Due to limitations of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Speaker Session, hence shareholders are encouraged to send their questions etc. 10 days in advance prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kolkata@balurghat.co.in
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**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), AADHAAR (self-attested scanned copy of Aadhaar 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 & joining virtual meetings through Depository.
4. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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](mailto:helpdesk.evoting@cdslindia.com) or call on 1800 22 55 33.

6. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the voting eligibility cut-off date of 20th September, 2022. A person who is not a member as on cut-off date should treat this notice for information purpose only.
7. The Company is sending through email, the AGM Notice and the Annual Report to the shareholders whose name is recorded as on 26.08.2022, in the Register of Members or in the Register of Beneficial Owners maintained by the depositories.
8. The shareholders shall have one vote per equity share held by them as on the voting eligibility cut-off date of 20th September, 2022. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
9. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the voting eligibility cut-off date of 20.09.2022 for this purpose and not casting their vote electronically, may only cast their vote at the Annual General Meeting through the E-voting facility provided specifically for the AGM as per procedure outlined in this notice.
10. Investors who become members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the voting eligibility cut-off date i.e., 20.09.2022 are requested to send the written / email communication to the Company at [Kolkata@balurghat.co.in](mailto:Kolkata@balurghat.co.in) by mentioning their Folio No. / DPID and Client ID to obtain the Login-ID and Password for e-voting. The Management/RTA will do their best to accommodate and execute such requests so that the Shareholder can participate in the e-voting which commences 23rd September, 2022 at 10:00 A.M., Friday and ends on 26<sup>th</sup> September, 2022 at 5 P.M., Monday.
11. Mr. Udit Agarwal, Advocate, (Enrolment No. F /2135/2011) has been appointed as the Scrutinizer to scrutinize the E-Voting process and voting/polling at the AGM in a fair and transparent manner. The Scrutinizer will submit his consolidated Report after the conclusion of AGM on the total votes cast in favour or against the resolutions, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the results of the voting on the day of AGM or the next day of the AGM after it is concluded or within such time as specified under the Companies Act, 2013 after also taking into account the E- votes cast on the resolutions by the members who participate in the AGM through VC and/or OAVM mode.
12. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.balurghat.co.in](http://www.balurghat.co.in). The result will also be communicated to the listed stock exchanges viz. BSE Ltd. within 48 hours of the conclusion of the AGM or such time as permitted under the law.

**The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts relating to the businesses at Item nos. 2 of the Notice as set out above is annexed hereto.**

In terms of Section 152 of the Act, Mr. Rajendra Dugar (DIN:08187495) retire by rotation and being eligible, seek re-appointment at the ensuing AGM.

The Board of Directors recommends his re-appointment. Additional information in respect of the re-appointment, pursuant to the Listing Regulations and the Secretarial Standards issued by the Institute of Company Secretaries of India forms a part of this Notice.

The Board of Director on the basis of recommendation of Nomination and Remuneration Committee has proposed the name of Mr. Rajendra Dugar for reappointment as a Director of the Company with effect from 29.09.2022 for a period of five years will under the category of liable to retire by rotation. As required under Section 160 of the Companies Act, 2013. Mr. Rajendra Dugar is having a vast experience in the transport Sector. It would be in the interest of the Company to re- appoint him as a Director of the Company. Mr. Rajendra Dugar has sound knowledge and expertise and capability in handling various diverse issues relating to implementation and operations. The terms and conditions as to remuneration approved by Board are as under: were satisfactory.

The Terms and Conditions of appointment of Mr. Rajendra Dugar

A) Salary Basic - Nil

The Company's contribution to Provident Fund pursuant to the rules of the Company Other Terms:

- 1) Mr. Rajendra Dugar will be entitled to leave in accordance with the rules of the Company.
- 2) So long he is a Director of the Company he shall not be paid any fee for attending the meeting of the Board and the Committee thereof.

**Information required under section II, Part II of Schedule V of the Companies Act, 2013 General Information**

1	Nature of Industry	Transport/Travel and other Pumps for dispensing fuel	
2	Date of expected date of commencement of commercial production	The Company has been in existence for more than 50 years	
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA	
	Financial Performance	Particulars	In hundreds
		Total Turnover	61,59,574
		Total Expenses	62,21,121
		Profit before tax	1,37,646
		Profit after tax	99,319
		other comprehensive loss	6,314
		Total Comprehensive income	1,05,633

**Information about the Appointee:**

1	Background details and experience	Mr. Rajendra Dugar is a Graduate in Commerce having more than 14 years' experience in the Transport Sector
2	Date of Birth	09/08/1966
5	Past Remuneration	NIL
6	Recognitions & Rewards	NIL
7	Job profile & its suitability	To oversee the day-to-day management of the Company, review of operation enhancement of the performance of the work force, statutory compliance liaison with statutory and all government authorities and such other responsibilities as required by the Board and the organisation.
8	Remuneration proposed	NIL
9	Members of Various Committees	Member of NRC Committee
10	Date of First appointment	He has been a Director of the Company since 31/07/2018
11	Comparative remuneration, profile with respect to Industry, size of the Company, size of the Company, profile of the position and person	Nil

**Other Information**

1	Reasons for loss or inadequate profits	Due to Business opportunity, company had to hire highly qualified employees which increased the administrative cost substantially. High overhead and Stiff Competition cutting into operating margins. The Company has been incurring operating losses for a couple of years.
2	Steps taken for improvements	By improving operational efficiency and addressing various operational losses coupled with raising productivity.

3	Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improved margins in the current and next financial year
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**ANNEXURE TO THE NOTICE**

As required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 particulars relating Mr. **Rajendra Dugar**, Director of the Company (seeking re-appointment) And Mr. Manik Chand Tater Additional Director of the Company seeking Regularization as a Director:

<b>Name of the Director</b>	<b>Rajendra Dugar</b>	<b>Manik Chand Tater</b>
DIN	08187495	01096517
Date of Birth	09.08.1966	05.01.1957
Age (in years)	56	65
Educational Qualification	Graduate	Graduate
Experience (including expertise in specific functional areas)/ Brief resume	More than 14 Years of Experience in Transport Sector	More than 10 years of Work Experience
Terms and Conditions of Appointment/ Reappointment	Proposed to be re-appointed as Non-Executive Non-Independent as per Notice convening the 28th AGM read with explanatory statement thereto	Proposed to be regularisation as Director of the Company for a term of 5 Years as per Notice convening the 28th AGM read with explanatory statement thereto.
Details of Remuneration sought to be paid	No approval sought for remuneration.	Nil
Shareholding in the Company	Nil	Nil
Directorships in other Companies	Vivek Outsourcing Services Private Limited	1.Asahi Electronics Pvt. Ltd. 2.Charchco Electronics (India) Private Limited 3.Jadeja Sales Private Limited 4.Centra Sales Private Limited 5.Cleantek Energy Private Limited 6.Hygicare Agro Products Pvt. Ltd. 7.Cleantek Chemicals Pvt. Ltd.
Membership/ Chairmanship of Committees of the Boards of other Companies	Member of NRC Committee of this company	Member Audit Committee and Chairman of Nomination & Remuneration Committee and Stakeholders Relationship Committee

**By Order of The Board**  
**Balurghat Technologies Limited**  
sd./-  
**Prity Bishwakarma**  
**Company Secretary**

**Date :01.09.2022**

**Place: Kolkata**