

NOTICE TO MEMBERS

Notice is hereby given to all the Members that the 13th Annual General Meeting of **WEST BENGAL HOSIERY PARK INFRASTRUCTURE LIMITED** will be held on Thursday, the 15th October , 2020 at **5.00 p.m.** through Video conferencing/Other Audio Visual Means, to transact the following businesses:-

ORDINARY BUSINESS

ITEM NO 1. – To consider and adopt the Audited Financial Statements for the Financial year ended March 31, 2020 including the Reports of the Directors and Auditors Thereon:

“To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date and Cash Flow Statement for the year ended on that date and the Reports of the Directors and Auditors thereon.”

ITEM NO 2. – Appointment of Director

To appoint a Director in place of Shri B.N. Seksaria (Din No. **00580782**), who retires by rotation and being eligible offers himself for re-appointment.

ITEM NO. 3 – Appointment of Auditor

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

“**RESOLVED THAT**, in accordance with the provisions of Sections 139 and 142 of the Companies Act, 2013, **M/s A.K. Saraf & Co, Chartered Accountants (Reg No. 325864E)**, be and hereby appointed as Auditors of the Company from the conclusion of this Meeting to hold such office for a period of Five Years till the conclusion of the Eighteenth Annual General Meeting, at a remuneration as may deem fit to conduct the audit for the Financial Year 2020-2021.”

SPECIAL BUSINESS

ITEM NO. 4 – Park Progress and Related Matters

To discuss the Progress of Park and matters Related to the Park.

ITEM NO. 5 - Any other matter with permission to the Chair.

Place: Kolkata
Dated: 23/09/2020

By order of the Board
SD/-

BITHAL DAS KOTHARI
DIRECTOR

NOTES: -

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON APPOINTED AS PROXY SHALL ACT ON BEHALF OF SUCH MEMBER OR NUMBER OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, AS PER RULE 19(2) PROVISIO OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, A MEMBER HOLDING MORE THAN 10% OF TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS (48 HOURS) BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ENCLOSED.

2. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.

3. Shri **B.N. Seksaria, Director**, retires by rotation and being eligible, offer himself for re-appointment.

4. Members may avail facility of nomination in terms of section 72 of the Companies Act, 2013, by nominating any person to whom their shares in the Company shall vest in the event of their death.

5. Pursuant to Section 139 (5) read with Section 142 (1) of the Companies Act, 2013, the Auditors of a Public Limited Company are appointed by the Board Of Directors and their remuneration is fixed by the Company in the Annual General Meeting. The shareholders may authorize the Board to fix up an appropriate remuneration of Auditors for the Financial year 2020-21 as may be deemed fit by the Board.

6. An Explanatory Statement pursuant to Section 102(1) of Companies act, 2013, in respect of item no. 2 of the notice set out above is annexed herewith which sets out details relating to Special Business at the meeting.

Place: Kolkata

By Order Of the Board

Dated: 23/09/2020

SD/-

**Bithal Das Kothari
(Director)**

ATTENDANCE SLIP

13TH Annual General Meeting to be held on Thursday, 15th October, 2020 at 5.00 pm through video conferencing /other Audio Visual Means.

| | |
|---|--|
| Name of the Attending Member (in Block Letters) | |
| Folio No. | |
| No. of Shares held | |
| Name of Proxy (In Block Letters, To be Filled in if Proxy Attends Instead of the Member) | |
| | |

I hereby record my presence at the 13th Annual General Meeting on Thursday, 15th October, 2020

Signature of Member/Proxy

This Attendance Slip Duly Filled is to be handed over at the entrance of the Meeting Hall.

PROXY FORM

| | |
|-------------------------------|--|
| NAME OF THE MEMBER(S): | |
| REGISTERED ADDRESS: | |
| FOLIO NO. | |
| E-MAIL ID: | |
| NO. OF SHARES HELD: | |

I/WE, being the member (s) of shares of the above named Company, hereby appoint.

| | | |
|-----------------------------|-------------------|--|
| 1. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |
| Or Falling under him | | |
| 2. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |
| Or Falling Under him | | |
| 3. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |
| Or falling under him | | |

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the **13th Annual General Meeting of the Company, to be held on Thursday, the 15th day of October, 2020 at 5:00 P.M.** through video conferencing/ other Audio Visual Means and at any adjournment thereof in respect of such resolutions as are indicated below:

| | Resolutions |
|--------------------------|--|
| Ordinary Business | |
| 1. | Adoption of financial statements of the Company for the Year ended 31st March, 2020 together with Directors' report and Auditors' Report thereon |
| 2. | Re-appointment of Shri Biswanth Seksaria (Din No. 00580782) who retires by rotation |
| 3. | Appointment of Auditors and fixation of remuneration. |
| Special Business | |
| 4. | To discuss the matter Parks Progress and Related Matters. |
| 5. | Any other business with the permission of the Chair. |
| | |

Signed this..... day of2020.

Signature of Shareholder

Signature of Proxy Holder

Notes: (a) The form should be signed as per specimen signature registered with RTA/DP

(b) This form of proxy in order to be effective should be completed and deposited at the Registered Office of the Company, not less than 48 Hours before the commencement of the Meeting.