

# **ASSAM ENTRADE LIMITED**

Regd. Office: 16 Tara Chand Dutta Street (2nd Floor), Kolkata 700 073

CIN No. L20219WB1985PLC096557

GSTIN 09AAECA3423G1ZZ

PAN NO. AAECA3423G

## **NOTICE OF ANNUAL GENERAL MEETING**

**Dear Members,**

**NOTICE** is hereby given that **36<sup>th</sup> Annual General Meeting (“AGM”)** of the Members of the Company will be held on: **Day - Thursday, Date- September 30, 2021 , Time - at 02.30 P.M. through Video Conferencing / Other Audio Visual Means (“VC”/“OAVM”)**, to transact the business, as set out in the Notice of the Annual General Meeting. Members can attend and participate in the AGM through VC / OAVM facility only by following the instructions provided in the Notice of AGM.

### **ORDINARY BUSINESS**

1. To receive, consider and adopt standalone and consolidated audited financial statements of the Company for the financial year ended March 31<sup>st</sup>, 2021 together with the Report of the Board of Directors and Report of the Auditors thereon and other reports.
2. To re-appoint a director Mrs. Rati Gupta (DIN: 06872711) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

### **SPECIAL BUSINESS**

#### **3. APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH M/S MANTORA OIL PRODUCTS PRIVATE LIMITED**

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 Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Company's policy on Related Party Transactions, approval of Members be and is hereby accorded to the Board of Directors of the Company to enter into supplementary loan agreement with M/S. Mantora Oil Products Private Limited ,related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, amounting to Rs. 50,000,000 as per the terms and conditions as set out in loan agreement, at arm's length basis and in the ordinary course of business, for the Financial Year 2021-22.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Director(s) or Company Secretary or any other Officer(s)/Authorized Representative(s) of the Company, to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution(s).”

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## **4. RE-APPOINTMENT OF MR. NISHANT GUPTA (DIN: 00326317) AS A MANAGING DIRECTOR**

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution:**

“RESOLVED THAT in accordance with provisions of Sections 188, 196, 197 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the Company (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification(s) thereto or re-enactment thereof for the time being in force) and provisions of Regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to any other approvals as may be required, the consent of the members of the Company be and is hereby accorded for re-appointment of Mr. Nishant Gupta as Managing Director of the Company, for a period of three years with immediate effect and the payment of such remuneration as may be determined by the Board or any of its Committee from time to time, within the maximum limits of remuneration for Managing Director approved by the members of the Company on such terms and conditions as set out in the forgoing resolution and the explanatory statement annexed hereto.”

“RESOLVED FURTHER THAT the Board of Directors or any of its Committee be and is hereby authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the forgoing resolution.”

**Date: September 03, 2021**

**Place: Kanpur**

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

**Sd/-  
(CS Shalini Agarwal)**

Company Secretary & Compliance Officer

ACS-37978

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## NOTES:

a) In view of COVID-19 pandemic, social distancing norms and restrictions on movement of persons at several places in the country and pursuant to General Circular Nos. 14/2020, 17/2020, 20/ 2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 and SEBI/HO/CFD/ CMD2/ CIR/P/2021/11 dated May 12, 2020 and January 15, 2021, respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars'), holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members, is permitted. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

b) In accordance with the MCA and SEBI Circulars, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Corporate Office of the Company. The detailed procedure for participation in the meeting through VC/OAVM is annexed hereto.

c) 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 EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This 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 EGM/AGM without restriction on account of first come first served basis.

The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013

c) 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 **National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency**. The facility of

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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 NSDL.

d) As per the provisions of Clause 3.A.II. of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item Nos. 3 and 4 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.

e) Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA and SEBI Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through electronic voting ("e-voting").

f) Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company at [assamentrade1985@gmail.com](mailto:assamentrade1985@gmail.com), a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting through e-voting.

g) Explanatory Statement pursuant to Section 102(1) of the Act, in respect of item no. 3 and 4 is annexed and forms a part of this Notice. The Board of Directors, at their meeting held had decided that the special business set out under item nos. 3 and 4, being considered unavoidable, be transacted at the AGM of the Company.

h) The Register of Members and Share Transfer Books will remain closed from Friday, September 24, 2021 to Thursday, September 30, 2021 (both days inclusive) in terms of the provision of Section 91 the Companies Act, 2013.

i) The information regarding the Director who is proposed to be appointed/re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued, is annexed hereto. The Directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and Rules made thereunder.

l) The attendance of the members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

m) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.assamentrade.com](http://www.assamentrade.com) after the declaration of result by the

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Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the shares of the Company are listed.

n) 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.assamentrade.com](http://www.assamentrade.com). 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

o) EGM/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 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

## **DISPATCH ON ANNUAL REPORT THROUGH ELECTRONIC MODE**

n) In terms of sections 101 and 136 of the Act read with the rules made thereunder, the listed companies may send the Notice of AGM and the Annual Report by electronic mode. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website [www.assamentrade.com](http://www.assamentrade.com), and website of the Stock Exchange, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com). MEMBERS CAN ATTEND AND PARTICIPATE IN THE ANNUAL GENERAL MEETING THROUGH VC/OAVM FACILITY ONLY.

k) Shareholders who have not registered their mail address and in consequence the Annual Report, Notice of AGM and e-voting notice could not be serviced, may temporarily get their email address and mobile number provided with the RTA, by contacting them at [absconsultant99@gmail.com](mailto:absconsultant99@gmail.com) (ABS Consultant Pvt Ltd). Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to [assamentrade1985@gmail.com](mailto:assamentrade1985@gmail.com).

l) For receiving all communication (including Annual Report) from the Company electronically: a. Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at [assamentrade1985@gmail.com](mailto:assamentrade1985@gmail.com) or to RTA at [absconsultant99@gmail.com](mailto:absconsultant99@gmail.com) b. Members holding shares in dematerialised mode are requested to register / update their email address with the relevant Depository Participant.

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## **INSTRUCTIONS FOR E-VOTING AND JOINING THE ANNUAL GENERAL MEETING**

The remote e-voting period begins on Monday 27th September, 2021 at 09:00 A.M. and ends on Wednesday 29th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 23rd September, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2021.

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular 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 Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for <b>NSDL IDeAS facility</b> , 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 “ <b>Beneficial Owner</b> ” icon under “Login” which is available under “ <b>IDeAS</b> ” 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 options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual

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	<p>meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>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 <b>“Register Online for IDeAS”</b> Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>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 held 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 options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on NSDL to cast your vote.</li> <li>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></li> <li>4. Alternatively, the user can directly access e-Voting page by</li> </ol>

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	providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> 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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
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 <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
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43



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## **B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

### **How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL e services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001***

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	and EVEN is 101456 then user ID is 101456001***
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5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - How to retrieve your 'initial password'?
    - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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## **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [saketfcs@gmail.com](mailto:saketfcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Vikram Shah at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## **n. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number,

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email id, mobile number at [assamentrade1985@gmail.com](mailto:assamentrade1985@gmail.com). The same will be replied by the company suitably.

## **o. THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting

## **p. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:**

As per the MCA Circulars and SEBI Circular a hard copy of the statement containing salient features of all the documents, as prescribed in Section 136 of the Companies Act, 2013 and Regulations 36 (1)(b) and (c) of the SEBI (LO&DR) Regulations, 2015 are dispensed with. The notice of the AGM along with the 36<sup>th</sup> Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.

Members may note that the Notice and 36<sup>th</sup> Annual Report 2020- 21 will also be available on the Company's website i.e. [www.assamentrade.com](http://www.assamentrade.com), websites of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com)

For receiving all communication (including Annual Report) from the Company electronically:

- a) Members holding shares in physical mode and who have not registered/ updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at [assamentrade1985@gmail.com](mailto:assamentrade1985@gmail.com).

# **ASSAM ENTRADE LIMITED**

Regd. Office: 16 Tara Chand Dutta Street (2nd Floor), Kolkata 700 073

CIN No. L20219WB1985PLC096557

GSTIN 09AAECA3423G1ZZ

PAN NO. AAECA3423G

b) Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant (DP).

**Date: September 03, 2021**

**Place: Kanpur**

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

**Sd/-  
(CS Shalini Agarwal)**

Company Secretary & Compliance Officer

ACS-37978

# ASSAM ENTRADE LIMITED

Regd. Office: 16 Tara Chand Dutta Street (2nd Floor), Kolkata 700 073

CIN No. L20219WB1985PLC096657

GSTIN 09AAECA3423G1ZZ

PAN NO. AAECA3423G

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND (2) OF THE COMPANIES ACT, 2013

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### **Item No. 3 APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH M/S MANTORA OIL PRODUCTS PRIVATE LIMITED**

The Board at its meeting held on 01<sup>st</sup> April, 2021 had considered and approved to increase the working capital Limit to M/S. Mantora Oil Products Private Limited upto Rs. 500,000,000/- upon the terms and conditions as laid down in the Supplemental Loan Agreement executed on 01<sup>st</sup> April 2021 by the Company subject to the approval of shareholders in the ensuing Annual General Meeting. .

The loan shall be repaid as per the terms of Loan Agreement.

The loan agreement and other allied documents will be available for inspection at the Registered Office of the Company till the date of the EGM during normal business hours, excluding Saturday and Sunday.

As per Regulation 23(1) of Listing Regulations, as the total amount of interest exceeds the prescribed limit, the transaction with M/S. Mantora Oil Products Private Limited qualifies as a 'material related party transaction'.

Accordingly, as per the said regulations, such material related party transaction requires the approval of the Members of the Company through a special resolution.

The Board of Directors is of the opinion that the aforesaid proposal is in the best interest of the Company and hence, the Board of Directors recommends the passing of the resolution as set out in the Item No. 3 of accompanying Notice as Special Resolution.

M/S. Mantora Oil Products Private Limited belongs to the promoter/promoter group of Assam Entrade Limited.

Except for Mr. Nishant Gupta and Mr. Jayesh Gypta, and/or their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives, are concerned or interested in resolution no. 3.

Hence, the proposed special resolution seeks approval of shareholders.

### **Item No. 4 RE-APPOINTMENT OF MR. NISHANT GUPTA (DIN: 00326317) as MANAGING DIRECTOR**

Mr. Nishant Gupta was re-appointed as Managing Director in the meeting held on 30.09.2018. His current term of appointment expires on 29.09.2021. The Nomination and Remuneration Committee at their meeting held on 01.07.2021 having regard to various requirements stipulated in stipulated in Schedule V, have recommended reappointment of Mr. Nishant Gupta for a period of three years commencing from 30.09.2021 on the terms and conditions mentioned in the proposed resolution subject to approval of the

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shareholders. As per conditions stipulated in the Schedule V, special resolution for payment of remuneration shall be for a period not exceeding three years.

The Nomination and Remuneration Committee at their meeting held on 01.07.2021 having regard to various requirements stipulated in Schedule V, have fixed the remuneration payable to Mr. Nishant Gupta, Managing Director of the Company.

The Notice read with the Explanatory Statement and contents therein may be treated as an abstract of the terms of remuneration payable to Mr. Nishant Gupta under Section 190 of the Companies Act, 2013.

Hence, the proposed special resolution seeks approval of shareholders.

Except Mr. Nishant Gupta and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives, is concerned or interested in this resolution.

In this regard, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Part II, section II (iv) of Schedule V to the Companies Act, 2013 the following information is furnished:

## I. GENERAL INFORMATION

Nature of Industry:

The Company is a Non Banking Financial Company (NBFC) registered with RBI. Further, the Company is engaged in the business of trading in securities, providing loans and dealing in mutual fund units.

Financial Performance based on given indicators: (Rs. In lakhs)

	2018-2019	2019-2020	2020-2021
Sales	600.54	1062.75	564.21
Profit before tax	288.20	165.57	211.81
Profit after tax	212.63	153.34	141.13

## II. INFORMATION ABOUT THE APPOINTEE

Background Details	He has more than 11 years of extensive experience in this Company on Senior management position.
Past Remuneration	Rs. 12 lakhs p.a. For FY. 2020-2021
Recognition and Awards	Nil
Job Profile and his suitability	Managing Director since 30.09.2015
Remuneration Proposed	Rs. 24 Lakhs
Pecuniary Relationship directly or	No Pecuniary relationship with the Company. Further, Mr. Jayesh Gupta is younger Brother



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Indirectly with the Company or relationship with the managerial personnel, if any	of Mr. Nishant Gupta
Other Information	
Reasons of Loss or Inadequate profits	Due to ongoing Covid 19 pandemic, There was a slight impact on the working of the Company which affected the profits of the Company.
Steps taken or proposed to be taken for improvement	The Company has framed and taken into accounts various measures for safeguarding the interest and the Company shall not take any financial assistance from banks and will invest its own funds.
Expected increase in productivity and profits in measurable terms	Company has been awarded license for development of Integrated township from Local authorities and Company has entered into consortium agreement with other companies who have land bank. Company's own land is also included in project. In this way, Company will be able to increase profits considerably.

Date: 03.09.2021

Place: Kanpur

For and on behalf of the Board  
For Assam Entrade Limited

Sd/-  
(CS Shalini Agarwal)

Company Secretary & Compliance Officer

ACS-37978

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## *Annexure to the Notice*

### **DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING [Pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]**

1.

<b>Brief Resume of the Director</b>		
	<b>Name of Director</b>	<b>Mr. Nishant Gupta</b>
	<b>Date of Birth</b>	04/06/1978
	<b>Date of initial Appointment at Board Meeting</b>	29/09/2007
	<b>Brief Profile</b> Mr. Nishant Gupta has more than 11 years of experience in this Company on Senior management position.	
<b>Nature of his expertise in specific functional Areas</b>	Administration and overall management related functions.	
<b>Disclosure of relationship between directors inter-se</b>	Mr. Nishant Gupta is an elder brother of Jayesh Gupta (Director of the Company). Hence, there is an inter-se relationship between directors.	
<b>Name of listed entities in which the person also hold directorship and the membership of Committees of the Board</b>	NIL	

**Date: 03.09.2021**

**Place: Kanpur**

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

**Sd/-**

**(CS Shalini Agarwal)**

**Company Secretary & Compliance Officer**

**ACS-37978**