

ASSAM ENTRADE LIMITED

REGD OFF: 16 TARA CHAND DUTTA STREET, 2ND FLOOR, KOLKATA-700073
CIN: L20219WB1985PLC096557 GSTIN:09AAECA3423G1ZZ PAN:AAECA3423G
Email id: assamentrade1985@gmail.com website:www.assamentrade.com
Phn no: 2310300, 2317717

NOTICE OF ANNUAL GENERAL MEETING

Dear Members,

NOTICE is hereby given that **38th Annual General Meeting (“AGM”)** of the Members of the Company will be held on: **Day - Saturday, Date- September 30, 2023 , 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 31st, 2023 together with the Report of the Board of Directors and Report of the Auditors thereon and other reports.
2. To re-appoint Mr. Jayesh Gupta (DIN: 01113988), Executive Director of the Company who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

3. **To consider and if thought fit, to pass the following resolution as a Ordinary Resolution, for Appointment of Mr. Anil Singh (DIN: 10242970), as an Independent Director:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Anil Singh (DIN: 10242970), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Non- Executive Director of the Company to hold office for a term of five consecutive years with effect from September 5, 2023.

FURTHER RESOLVED THAT to give effect to this resolution, any one of the Director or Secretary of the Company be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with the filing of necessary E-form with the Registrar of Companies.”

4. **To consider and if thought fit, to pass the following resolution as a Ordinary Resolution, for Appointment of Mr. Praveen Agarwal (DIN: 10242628), as an Independent Director:**

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“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Praveen Agarwal (DIN: 10242628), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Non- Executive Director of the Company to hold office for a term of five consecutive years with effect from September 5, 2023.”

FURTHER RESOLVED THAT to give effect to this resolution, any one of the Director or Secretary of the Company be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with the filing of necessary E-form with the Registrar of Companies.”

5. To consider and if thought fit, to pass the following resolution as a Ordinary Resolution, for Appointment of Mr. Robin Srivastava (DIN: 10135250), as an Independent Director:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Robin Srivastava (DIN: 10135250), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Non- Executive Director of the Company to hold office for a term of five consecutive years with effect from September 5, 2023.”

FURTHER RESOLVED THAT to give effect to this resolution, any one of the Director or Secretary of the Company be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with the filing of necessary E-form with the Registrar of Companies.”

6. 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 Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) 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 transaction(s), approval of

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Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Mantora Oil Products Private Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, of amount up to Rs 60 Crore 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 2023-24.

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).”

By Order of the Board of Directors
For **Assam Entrade Limited**

Place: Kanpur
Date: September 5, 2023

Ayushi Bajaj
Company Secretary
(Membership No. A71268)

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NOTES:

- (i) Pursuant to the General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
- (ii) 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.
- (iii) 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.
- (iv) 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.
- (v) In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the National Securities Depository Infosys Limited Notice of the 42nd Annual General Meeting | 5 Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. 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 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.
- (vi) 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 ,4 & 5 respectively of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of

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this Notice.

- (vii) A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available and hence the Proxy Form and Attendance Slip are not annexed hereto.
- (viii) 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”).
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, a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting through e-voting.
- (ix) Explanatory Statement pursuant to Section 102(1) of the Act, in respect of item no. 3, 4 and 5 is annexed and forms a part of this Notice. The Board of Directors, at their meeting held had decided that the special businesses set out under item nos. 3 , 4 and 5 being considered unavoidable, be transacted at the AGM of the Company.
- (x) The Register of Members and Share Transfer Books will remain closed from Sunday, September 24, 2023 to Saturday, September 30, 2023 (both days inclusive) in terms of the provision of Section 91 the Companies Act, 2013.
- (xi) 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.
- (xii) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.assamentrade.com after the declaration of result by the 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.
- (xiii) 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. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at 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.
- (xiv) Nomination : Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to

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avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to ABS Consultants Private Limited having their office at 4 B B D Bag (East), Stephen House, R.No.99, 6th Floor, Kolkata WB 700001 In or send an E-mail at: absconsultant99@gmail.com. Members holding shares in dematerialised form need to contact their respective Depository Participants for availing this facility. If a Member desires to cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form No. SH-14.

(xv) Transfer & Transmission of shares:

- Mandatory processing of Transfer & Transmission request in Demat form: As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from 1st April, 2019. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, has with effect from 24th January, 2022 mandated listed companies to issue securities in dematerialized form while processing service request for issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission, transposition, etc. In view of the above and to eliminate the risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to convert their holdings to dematerialized form. Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact ABS Consultants Private Limited to seek guidance with respect to the demat procedure. Members may also visit the website of depositories viz. National Securities Depository Limited: <https://nsdl.co.in/faqs/faq.php> or Central Depository Services (India) Limited: <https://www.cdslindia.com/investors/open-demat.html> for further understanding the demat procedure.
- Simplified Procedure for transmission of securities and Issuance of Duplicate Share certificates: SEBI vide its Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated 18th May, 2022 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated 25th May, 2022 has simplified the procedure and standardized the format of documents for transmission of securities and issuance of duplicate securities certificates. Members are requested to submit their requests, if any, along with documents as per the said circular.

(xvi) UPDATION OF MANDATORY KYC DETAILS:

- Shares held in physical form: SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 read with clarificatory Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated 14th December, 2021, has mandated physical shareholders to furnish PAN, nomination, contact details (postal address with PIN, mobile number & E-mail address), bank account details (bank name & branch, bank account number and IFSC code) and

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specimen signature ('mandatory KYC'). Accordingly, Members holding shares in physical form are requested to complete the mandatory KYC by sending an E-mail request along with duly signed Form ISR-1 and other relevant forms to ABS Consultant Private Limited at the E-mail ID: absconsultant99@gmail.com. As per SEBI circular, non-availability of any of the above documents/details with ABS Consultant Private Limited on or after 30th September, 2023 will result in freezing of the physical shareholders' folios.

- Shares held in dematerialized form: Members holding shares in dematerialized form are requested to submit/update their KYC details with their respective Depository Participant.

(xvii) GREEN INITIATIVE – REQUEST TO PROVIDE/UPDATE E-MAIL ADDRESS

Members are requested to support the Green Initiative of the Company by registering/ updating their e-mail addresses, with the Depository Participant (in case of shares held in dematerialised form) or with ABS Consultant Private Limited (in case of shares held in physical form) in order to receive Notices, Annual Reports, Dividend and Tax intimations and other communications in electronic mode.

- **DISPATCH ON ANNUAL REPORT THROUGH ELECTRONIC MODE**
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, and website of the Stock Exchange, i.e., BSE Limited at www.bseindia.com.
- **MEMBERS CAN ATTEND AND PARTICIPATE IN THE ANNUAL GENERAL MEETING THROUGH VC/OAVM FACILITY ONLY.**
- 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(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.
- 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 or to RTA at 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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(xviii) INSTRUCTIONS FOR E-VOTING AND JOINING THE ANNUAL GENERAL MEETING

The remote e-voting period begins on Wednesday 27th September, 2023 at 09:00 A.M. and ends on Friday 29th September, 2023 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. Saturday, 23rd September, 2023 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, 2023.

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.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.If the user is not registered for IDeAS e-Services, option to

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	<p>register is available at https://eservices.nsd.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 e-Voting service provider - NSDL 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.4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;"></div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none">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 https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links

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	<p>of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com 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. NSDL where the e-Voting is in progress.</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. 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 e-Voting service provider-NSDL 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.</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 to login through Depository i.e. NSDL and CDSL.](#)

Login type	Helpdesk details
<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 evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000</p>
<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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33</p>

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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 :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) 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.
 - c) How to retrieve your ‘initial password’?
 - (i) 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

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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'.

(ii) 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:
 - a) 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.
 - b) **“Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) 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.

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.

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7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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 with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. 23rd September, 2023 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 23rd September, 2023 may follow steps mentioned in the Notice of the AGM under Step 1 :“Access to NSDL e-Voting system”(Above).
3. 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 to reset the password.
4. 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Manager at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

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1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to assamentrade1985@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to assamentrade1985@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.](#)
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. [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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.](#)

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.
4. 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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/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.

Members are encouraged to join the Meeting through Laptops for better experience.

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2. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. 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.
4. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at assamentrade1985@gmail.com latest by Friday, 29th day of September, 2023.
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, email id, mobile number at assamentrade1985@gmail.com latest by Friday, 29th day of September, 2023. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
9. Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in or call 1800 1020 990 / 1800 22 44 30.

By Order of the Board of Directors
For **Assam Entrade Limited**

Sd/-

Ayushi Bajaj

Company Secretary

(Membership No. A71268)

Place: Kanpur

Date: September 5, 2023

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

Item No. 3

Appointment of Mr. Anil Singh (DIN: 10242970) as Independent Director of the Company

Mr. Anil Singh is a certified Chartered Accountant holding a valid membership certificate issued by Institute of Chartered Accountants of India (ICAI) and has vast experience in the areas of Internal Audits of Corporate Sectors, Statutory Audit of Banking Sector, Corporate Sector & other business sector, Management Consultancy Services and as Financial Advisor.

Performance Evaluation of Mr. Singh was carried out by the Nomination and Remuneration Committee covering the various aspects of SEBI Guidance Note and based on its recommendation, he is being proposed to be appointed for a period of five (5) years. In terms of the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act and the Listing Regulations, Mr. Anil Singh being eligible, offer themselves for appointment as Independent Director for five consecutive years for a term upto 04th September, 2028. In the opinion of the Board, he fulfils the conditions specified under the Act, the Companies (Appointment & Qualifications of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for his appointment as Independent Non- Executive Directors of the Company and are independent of the management.

Copy of the draft letter of appointment of Mr. Anil Singh as Independent Director setting out the term and condition would be available for inspection without any fee to the members at the registered office of the Company during normal business hours till the date of the AGM, excluding Saturdays and Sundays. The Board considers that his association would be of immense benefit to the Company and it is desirable to avail guidance of Mr. Singh as Independent Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives, is concerned or interested in resolution no. 3.

Your Directors recommend the above Ordinary Resolution for approval.

Please refer Annexure A given in this Notice for disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards II.

Item No. 4

Appointment of Mr. Praveen Agarwal (DIN: 10242628), as Independent Director of the Company

Mr. Praveen Agarwal (DIN: 10242628), is a certified Chartered Accountant holding a valid membership certificate issued by Institute of Chartered Accountants of India (ICAI) and has vast experience in the areas of Taxation, Audit and General Consultancy.

Performance Evaluation of Mr. Agarwal was carried out by the Nomination and Remuneration Committee covering the various aspects of SEBI Guidance Note and based on its recommendation, he is

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being proposed to be appointed for a period of five (5) years. In terms of the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act and the Listing Regulations, Mr. Praveen Agarwal being eligible, offer themselves for appointment as Independent Director for five consecutive years for a term upto 04th September, 2028. In the opinion of the Board, he fulfils the conditions specified under the Act, the Companies (Appointment & Qualifications of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for his appointment as Independent Non-Executive Directors of the Company and are independent of the management.

Copy of the draft letter of appointment of Mr. Praveen Agarwal as Independent Director setting out the term and condition would be available for inspection without any fee to the members at the registered office of the Company during normal business hours till the date of the AGM, excluding Saturdays and Sundays. The Board considers that his association would be of immense benefit to the Company and it is desirable to avail guidance of Mr. Agarwal as Independent Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives, is concerned or interested in resolution no. 4.

Your Directors recommend the above Ordinary Resolution for approval.

Please refer Annexure A given in this Notice for disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards II.

Item No. 5

Appointment of Mr. Robin Srivastava (DIN: 10135250) as Independent Director of the Company

Mr. Robin Srivastava is a certified Chartered Accountant holding a valid membership certificate issued by Institute of Chartered Accountants of India (ICAI) and has vast experience in the areas of Audit , Finance and Taxation.

Performance Evaluation of Mr. Srivastava was carried out by the Nomination and Remuneration Committee covering the various aspects of SEBI Guidance Note and based on its recommendation, he is being proposed to be appointed for a period of five (5) years. In terms of the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act and the Listing Regulations, Mr. Robin Srivastava being eligible, offer themselves for appointment as Independent Director for five consecutive years for a term upto 04th September, 2028. In the opinion of the Board, he fulfils the conditions specified under the Act, the Companies (Appointment & Qualifications of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for his appointment as Independent Non-Executive Directors of the Company and are independent of the management.

Copy of the draft letter of appointment of Mr. Robin Srivastava as Independent Director setting out the term and condition would be available for inspection without any fee to the members at the registered office of the Company during normal business hours till the date of the AGM, excluding Saturdays and Sundays. The Board considers that his association would be of immense benefit to the Company and it is desirable to avail guidance of Mr. Srivastava as Independent Director.

None of the Directors and Key Managerial Personnel of the Company and their relatives, is concerned or interested in resolution no. 5.

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Your Directors recommend the above Ordinary Resolution for approval.

Please refer Annexure A given in this Notice for disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards II.

Item No. 6

Approval of Material Related Party Transactions with M/S Mantora Oil Products Private Limited

The Board at its meeting held on 02nd May, 2023 had considered and approved to increase the working capital Limit to M/S. Mantora Oil Products Private Limited upto Rs. 600,000,000/- upon the terms and conditions as laid down in the Supplemental Loan Agreement executed on 04th May 2023 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 AGM during normal business hours, excluding Saturday and Sunday.

As per Regulation 23(1) of Listing Regulations, as the total amount of transaction exceeds the prescribed limit, the said 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. 6 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 Gupta, 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. 6.

Hence, the proposed special resolution seeks approval of shareholders.

By Order of the Board of Directors
For **Assam Entrade Limited**
Sd/-
Ayushi Bajaj
Company Secretary
(Membership No. A71268)

Place: Kanpur
Date: September 5, 2023

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Annexure-A

Details of Directors seeking appointment/re-appointment at the 38th Annual General Meeting to be held on September 30, 2023 [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.

Name of the Director	Mr. Anil Singh
Brief Resume of the Director	Mr. Anil Singh (DIN: 10242970), has rich and varied experience of about 24 years, in the areas of Internal Audits of Corporate Sectors, Statutory Audit of Banking Sector, Corporate Sector & other business sector, Management Consultancy Services and as Financial Advisor. He is a certified Chartered Accountant holding a valid membership certificate issued by Institute of Chartered Accountants of India (ICAI). Mr. Anil Singh runs a successful Proprietorship Firm named A. A. SINGH & CO. established on 30th March 1999.
Date of Birth	20/03/1967
Age	56
Date of appointment	September 5, 2023, for a term of 5 years
Relationship with Directors and Key Managerial Personnel	None
Expertise in specific functional area	Experience in the areas of Internal Audits of Corporate Sectors, Statutory Audit of Banking Sector, Corporate Sector & other business sector, Management Consultancy Services and as Financial Advisor.
Qualification	Chartered Accountant
Board Membership of other listed Companies as on March 31, 2023	NA
Chairmanships/Memberships of the Committees of other public limited companies as on March 31, 2023	NA
Number of equity shares held in the Company as at March 31, 2023	-

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2.

Name of the Director	Mr. Praveen Agarwal
Brief Resume of the Director	Mr. Praveen Agarwal (DIN: 10242628), has rich and varied experience of about 27years in the areas of Taxation, Audit and General Consultancy. He is a certified Chartered Accountant holding a valid membership certificate issued by Institute of Chartered Accountants of India (ICAI). Mr. Praveen Agarwal runs a successful Proprietorship Firm named Praveen Jamuna Das & Co. established 1996.
Date of Birth	23/02/1969
Age	54
Date of appointment	September 5, 2023, for a term of 5 years
Relationship with Directors and Key Managerial Personnel	None
Expertise in specific functional area	Experience in the areas of Taxation, Audit and General Consultancy
Qualification	Chartered Accountant
Board Membership of other listed Companies as on March 31, 2023	NA
Chairmanships/Memberships of the Committees of other public limited companies as on March 31, 2023	NA
Number of equity shares held in the Company as at March 31, 2023	-

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3.

Name of the Director	Mr. Robin Srivastava
Brief Resume of the Director	CA Robin Srivastava aged 39 was born at Kanpur. He did his CA from ICAI and got enrolled as member of Institute in year 2012. He also did his LLB from Kanpur University and PGDBM (Finance) from SCDL, Pune. He is a practicing Chartered Accountant since last 11 years. He started his practice with sole proprietorship just after passing CA Course. He has developed 11 years of experience in field of Audit , Finance and Taxation. In year 2019, he merged his firm with another CA and incorporated present firm SMRS and Co to enhance the ambit of professional practice.
Date of Birth	09/12/1983
Age	39
Date of appointment	September 5, 2023, for a term of 5 years
Relationship with Directors and Key Managerial Personnel	None
Expertise in specific functional area	Experience in the areas of Audit , Finance and Taxation
Qualification	Chartered Accountant
Board Membership of other listed Companies as on March 31, 2023	NA
Chairmanships/Memberships of the Committees of other public limited companies as on March 31, 2023	NA
Number of equity shares held in the Company as at March 31, 2023	-

By Order of the Board of Directors
For **Assam Entrade Limited**
Sd/-
Ayushi Bajaj
Company Secretary
(Membership No. A71268)

Place: Kanpur
Date: September 5, 2023

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