

# INDIAN BASE METALS COMPANY LTD

Regd. Office: 240B, Acharya Jagdish Chandra Bose Road,

2<sup>nd</sup> Floor, Kolkata - 700020

Phone: (033) 4604-6762

Email: [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com)

Website: [www.indianbasemetals.com](http://www.indianbasemetals.com)

CIN: L27209WB1971PLC028015

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## NOTICE

Notice is hereby given that the **48<sup>th</sup> Annual General Meeting** of the Company will be held at 240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor, Kolkata-700020 on **Thursday, 26<sup>th</sup> September, 2019**, at 11.00 A.M. for transacting the following business:

### ORDINARY BUSINESS:

#### Item No. 1 - Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 along with report of Board of Directors and Auditors thereon.

#### Item No. 2 - Appointment of Director

To appoint a Director in place of Mr. Santosh Kumar Agrawal (DIN: 00420655) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for reappointment.

### SPECIAL BUSINESS:

#### Item No. 3 - To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution for re-appointment of Independent Director, Mr. Gouri Shankar Agarwal:-

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment 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, as amended, ("Listing Regulations"), Mr. Gouri Shankar Agarwal (DIN: 00420921), Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations and who is eligible for re-appointment and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of 53<sup>rd</sup> Annual General Meeting of the Company".

#### Item No. 4 - To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution for re-appointment of Independent Director, Mr. Amit Gattani:-

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment 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, as amended, ("Listing Regulations"), Mr. Amit Gattani (DIN: 07508282), Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations and who is eligible for re-appointment and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of 53<sup>rd</sup> Annual General Meeting of the Company".

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**Place: Kolkata**

**Date: 08<sup>th</sup> August, 2019**

**By Order of the Board**

S/d-

(RAMESH BANSAL)

DIN: 00420589

**MANAGING DIRECTOR**

## Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL 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.**

The proxy form duly completed and signed, should be deposited with the company, at its registered office at least 48 hours before the time of the meeting. A proxy form for the Annual General Meeting is enclosed.

A person can act as a proxy on behalf of the members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or members.

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf in the meeting.
3. Pursuant to the provisions of Section 91 of the Companies act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from **Friday, 20<sup>th</sup> September, 2019 to Thursday, 26<sup>th</sup> September, 2019** (both days inclusive).
4. Members are requested to bring their copy of Annual Report at the Meeting and produce the enclosed attendance slip at the entrance to the place of the meeting.
5. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company on weekdays (3.00 P.M. to 5 P.M.) up to and including the date of the Annual General Meeting of the Company.
6. Members/proxies are requested to bring the attendance slips sent herewith duly signed for attending the meeting.
7. Copies of the Annual Report will not be distributed at the meeting. Members/proxies are requested to bring their copies of the same to the meeting.
8. The business set out in the Notice will be transacted through remote e-voting and ballot paper at the venue of the meeting and the Company is providing facility for the same. The complete details of the instructions for remote e- voting and voting at the venue of the AGM are annexed to this notice.

## **9. VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI Listing Obligations & Disclosure Requirements Regulations,

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2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

### III. The instructions for shareholders voting electronically are as under:

(i) The remote e-voting period commences on 23<sup>rd</sup> September, 2019 (10:00 A.M.) and ends on 25<sup>th</sup> September, 2019 (5:00 P.M.). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19<sup>th</sup> September, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

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

(iii) Click on "Shareholders" tab.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank	Enter the Bank Account Number as recorded in your demat account with the

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Account Number (DBD)	depository or in the company records for your folio. <ul style="list-style-type: none"><li>• Please Enter the DOB or Bank Account Number in order to Login.</li><li>• If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).</li></ul>
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(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant Company Name i.e. **INDIAN BASE METALS COMPANY LIMITED** on which you choose to vote on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Institutional Shareholders & Custodians :

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

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- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). or contact them at 1800 200 5533.
- (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
10. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 19<sup>th</sup> September, 2019. A person who is not a member as on cut off date should treat this notice for information purpose only.
  11. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficial owners position list provided by depositories as at closing hours of business, on 09<sup>th</sup> August, 2019.
  12. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19<sup>th</sup> September, 2019 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
  13. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
  14. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 19<sup>th</sup> September, 2019 are requested to send the written / email communication to the Company at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com) in by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
  15. Ms. Amber Ahmad, Company Secretary in whole time practice (Certificate of Practice Number 8581) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
  16. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.indianbasemetals.com](http://www.indianbasemetals.com) and on the website of CDSL. The same

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will be communicated to the stock exchange viz. Calcutta Stock Exchange Limited where the shares of the company are listed.

17. Additional Information Pursuant to Regulation 36 of SEBI, Listing Regulations and Disclosure Requirements Regulations, 2015 in respect of Directors seeking appointment/reappointment at AGM forms part of the Notice.

## **EXPLNATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("the Act")**

### **Item No. 3.**

Mr. Gouri Shankar Agarwal (DIN: 00420921) is an Independent Director of the Company and Chairman of the Audit Committee, Nomination & Remuneration Committee, as well as Stakeholder's Relationship Committee. He was appointed as an Independent Director by the Members of the Company at the 43<sup>rd</sup> Annual General Meeting held on 30<sup>th</sup> September, 2014 to hold office for a period of five consecutive years starting from 30<sup>th</sup> September, 2014, not liable to retire by rotation. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of five consecutive years.

Based on recommendation of the Nomination and Remuneration Committee and in terms of provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Act and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) Mr. Gouri Shankar Agarwal, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for a second term of five consecutive years from the conclusion of this 48<sup>th</sup> Annual General Meeting up to the conclusion of 53<sup>rd</sup> Annual General Meeting of the Company. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a member, proposing his candidature for the office of Director.

Mr. Gouri Shankar Agarwal, born on 10<sup>th</sup> July, 1954, did his higher secondary and entered corporate world at an early age, thus having very rich experience of handling intricate business transactions. He is also on board of several other Companies.

Mr. Gouri Shankar Agarwal has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended).

In the opinion of the Board, Mr. Gouri Shankar Agarwal fulfils the conditions specified in the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for his re-appointment as an Independent Director of the Company. Copy of the draft letter for re-appointment of Mr. Agarwal as an Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (3:00 P.M. to 5:00 P.M.) on any working day, excluding Saturday and Sunday.

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The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Gouri Shankar Agarwal as an Independent Director and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends the Special Resolution as set out at Item No. 3 of the Notice of the AGM for approval by the members of the Company.

Except Mr. Gouri Shankar Agarwal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice of the AGM.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

#### **Item No. 4.**

Mr. Amit Gattani (DIN: 07508282) is an Independent Director of the Company and Member of the Audit Committee, Nomination & Remuneration Committee, as well as Stakeholder's Relationship Committee. He was appointed as an Independent Director by the Members of the Company at the 45<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2016 to hold office for a period of three consecutive years starting from 30<sup>th</sup> September, 2016, not liable to retire by rotation. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of five consecutive years.

Based on recommendation of the Nomination and Remuneration Committee and in terms of provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Act and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) Mr. Amit Gattani, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for a second term of five consecutive years from the conclusion of this 48<sup>th</sup> Annual General Meeting up to the conclusion of 53<sup>rd</sup> Annual General Meeting of the Company. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a member, proposing his candidature for the office of Director.

Mr. Amit Gattani, born on 05<sup>th</sup> October, 1981, is a commerce graduate from Kolkata, has vast experience in the field of management and administration. He has experience of handling various business transactions and taking administrative decisions. The Board considers that his continued association would be of immense benefit to the Company.

Mr. Amit Gattani has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended).

In the opinion of the Board, Mr. Amit Gattani fulfils the conditions specified in the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for his re-appointment as an Independent Director of the

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Company. Copy of the draft letter for re-appointment of Mr. Gattani as an Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (3:00 P.M. to 5:00 P.M.) on any working day, excluding Saturday and Sunday.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Amit Gattani as an Independent Director and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends the Special Resolution as set out at Item No. 3 of the Notice of the AGM for approval by the members of the Company.

Except Mr. Amit Gattani, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice of the AGM.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

## INFORMATION ABOUT THE APPOINTEE:

**Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard - 2 on General Meetings on Directors recommended for appointment/reappointment at the 48<sup>th</sup> Annual General Meeting Vide Item No. 2, 3 & 4 of the Notice as follows:**

Name of the Directors	Santosh Kumar Agarwal	Gouri Shankar Agarwal	Amit Gattani
DIN	00420655	00420921	07508282
Date of Birth	10.04.1953	10.07.1954	05.10.1981
Date of appointment	18.08.2014	25.09.2004	20.05.2016
Qualification	Commerce Graduate	Higher Secondary	Commerce Graduate
Experience	Mr. Santosh Kumar Agrawal is a Commerce graduate. Mr. Santosh Kumar Agarwal being associated with the family business for a very long period of time is capable of handling the business efficiently and profitably. He has been serving the board of this company since 20 years. He has experience of handling various business transactions and taking administrative decisions.	Mr. Gouri Shankar Agarwal did his higher secondary and entered corporate world at an early age, thus having very rich experience of handling intricate business transaction. He has been serving the board of this company since 15 years. He has experience of handling various business transactions and taking administrative	Mr. Amit Gattani has vast experience in the field of management and administration. He is a commerce graduate from Calcutta university. He has experience of handling various business transactions and taking

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		decisions.	administrative decisions.
Directorship	1. Indian Base Metals Co. Ltd. 2. Rahimpur Tea Co. Ltd. 3. BRIM Trading & Holdings Pvt. Ltd. 4. Mogulkata Tea Co Pvt. Ltd. 5. Simulbarie Tea Co Pvt. Ltd. 6. Bihar Bengal Tea Co Pvt. Ltd. 7. Bansal Agro Beverages Pvt. Ltd. 8. Khatan Foods Pvt. Ltd.	1. Indian Base Metals Co. Ltd. 2. Lovejoy Commercial Pvt. Ltd.	1. Indian Base Metals Co. Ltd.
Membership & Chairmanship of Committees of Listed Entities (Including Audit Committee & Stakeholders Relationship Committee)	None	None	None
Number of shares held in the Company	60,000	Nil	Nil
Relationship with any director of the company	Ramesh Bansal - Brother Mala Bansal - Sister in law	None	None

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## ATTENDANCE SLIP

**(To be handed over at the entrance of the meeting hall)**

1. I hereby record my presence at the 48<sup>th</sup> Annual General Meeting of the Company, to be held on Thursday, 26<sup>th</sup> day of September, 2019 at 240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor, Kolkata-700020 at 11.00 A.M.

Full Name of the member (in BLOCK LETTERS):	
Registered Folio/DP ID & Client ID	

Full Name of the Proxy (in BLOCK LETTERS):	
Signature of the Member/ Proxy Present.	

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## PROXY FORM

(FORM MGT -11)

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule (19) of the Companies (Management and Administration) Rules, 2014

(48<sup>TH</sup> ANNUAL GENERAL MEETING, THURSDAY, 26<sup>TH</sup> DAY OF SEPTEMBER, 2019)

CIN	L27209WB1971PLC028015
Name of the Company	INDIAN BASE METALS COMPANY LIMITED
Registered Office	240B, Acharya Jagdish Chandra Bose Road, 2 <sup>nd</sup> Floor, Kolkata-700020.
Name of the Members	
Registered Address	
E-mail ID	
Folio No/ Client ID	
E-mail ID	

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

1. Name :

\_\_\_\_\_

Address:

\_\_\_\_\_

Email Id:

\_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

2. Name :

\_\_\_\_\_

Address:

\_\_\_\_\_

Email Id:

\_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

3. Name :

\_\_\_\_\_

Address:

\_\_\_\_\_

Email Id:

\_\_\_\_\_

Signature: \_\_\_\_\_,

# INDIAN BASE METALS COMPANY LTD

Regd. Office: 240B, Acharya Jagdish Chandra Bose Road,

2<sup>nd</sup> Floor, Kolkata - 700020

Phone: (033) 4604-6762

Email: [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com)

Website: [www.indianbasemetals.com](http://www.indianbasemetals.com)

CIN: L27209WB1971PLC028015

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 48<sup>th</sup> Annual General Meeting of the Company, to be held on Thursday, 26<sup>th</sup> day of September, 2019 at 240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor, Kolkata- 700020 at 11.00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution	Optional	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of the Audited Financial Statements of the Company for the Financial year ended 31st March, 2019, along with Report of Board of Directors and Auditors thereon.		
2.	Appointment a Director in place of Mr. Santosh Kumar Agarwal, who retires by rotation and being eligible, offers herself for re-appointment.		
<b>Special Business</b>			
3.	Reappointment of Mr. Gouri Shankar Agarwal as an Independent Director of the Company for another term of five(5) consecutive years..		
4.	Reappointment of Mr. Amit Gattani as an Independent Director of the Company for another term of five(5) consecutive years..		

Affix  
Revenue  
Stamp

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the meeting.**

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## (ANNEXURE TO THE NOTICE FOR THE 48<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 26<sup>TH</sup> SEPTEMBER, 2019)

Name & Registered Address  
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

### **Subject: Process and manner for availing E-voting facility:**

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI Listing Obligations & Disclosure Requirements Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Thursday, 26<sup>th</sup> day of September, 2019, at 11.00 A.M. at 240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor, Kolkata-700020 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

<b>EVSN</b> (Electronic Voting Sequence Number)	<b>User ID</b>	<b>PAN/ Sequence No.</b>
<b>190814023</b>		

The E-voting facility will be available during the following voting period:

<b>Remote e-Voting Start On</b>	<b>Remote e-Voting End On</b>
23rd September, 2019 at 10.00 A.M (IST)	25 <sup>th</sup> September, 2019 at 5.00 P.M (IST)

Please read the instructions mentioned in the Notes of the AGM Notice before exercising your vote.

**By Order of the Board**  
For **INDAIN BASE METALS COMPANY LIMITED**  
S/d-  
**RAMESH BANSAL**  
(MANAGING DIRECTOR)

Place: Kolkata

Date: 08<sup>th</sup> August, 2019

Encl: AGM Notice/ Attendance Slip/ Proxy Form/ Ballot-Form/ Annual Report