

NOTICE

Notice is hereby given that the **46th Annual General Meeting** of the Company will be held at 34, Ganesh Chandra Avenue, Kolkata-700013 on **Friday, 15th September, 2017**, at 03.00 P.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 31st March, 2017 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.

Item No. 3 – Appointment of Auditors and fixing their remuneration

To consider and, if thought fit pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s. SBAV & Associates., Chartered Accountants (FRN 322552E), be and are hereby appointed as Statutory Auditors of the Company in place of retiring auditors M/S. P.K. Drolia & Co., Chartered Accountants (FRN 316057E), to hold office from the conclusion of this meeting for five years until the conclusion of the 51st Annual General Meeting to be held for the financial year ending 31st March, 2022, subject to ratification by the shareholders annually at a remuneration to be decided by the Audit Committee of the Board in consultation with the Auditors in addition to the Goods and Service Tax and actual out of pocket expenses incurred in connection with the audit of the accounts of the Company.

SPECIAL BUSINESS:

Item No. 4 – To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution for Regularisation of Additional Director, Mr. Ayush Modi:-

“RESOLVED THAT pursuant to provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Ayush Modi (DIN 07007194) who was appointed as an Additional Director by the Board of Directors with effect from February 03, 2017 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and Article 87 of Article of Association of the Company and who holds office up to the date of ensuing Annual General Meeting and in respect of whom a notice has been received from a member in writing under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the company, not liable to retire by rotation, for a period of five years up to 14th September, 2022.”

Item No. 5 - To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution for re-designation of Mr. Ramesh Bansal (DIN: 00420589), as Managing Director of the Company

“RESOLVED THAT in partial modification of the resolution passed by the Members at the 43rd Annual General Meeting held on 30th September 2014, Mr. Ramesh Bansal who was earlier designated as Whole time director of the Company be and is hereby re-designated as Managing Director with effect from 15th September, 2017 till the end of the tenure of his appointment viz. 29th September, 2019 on the following terms and condition including remuneration as approved earlier by the Members and remaining the same:

- i. Salary not exceeding Rs. 30,000 (Rupees thirty thousand only) per month, as may be decided/ approved hereafter from time to time.
- ii. Reimbursement of medical expenses incurred for treatment of himself and family (wife and children), up to a limit of one month's salary in a year or three months' salary in a bloc of three years.
- iii. Provision of free unfurnished accommodation by the Company, provided that the expenditure to be incurred by the Company for hiring accommodation shall be subject to a ceiling of 60% (sixty percent) of salary, over and above 10% (ten percent) payable by himself plus gas, electricity, water and furnishings (non-interchangeable), to be evaluated as per Income Tax Rules, 1962.
- iv. Fees of clubs, subject to maximum of two clubs. Admission/life membership fees not payable.
- v. Leave Travel Concession for himself and family once in a year to and from any place in India, as per rules of the Company.
- vi. Gratuity at the rate not exceeding ½ (one-half) month's salary for each completed year of service, to be payable on termination of appointment with the Company.
- vii. Provision by the Company of a car with driver for official use and a telephone at his residence, provided that the expenditure on long-distance personal calls shall be recovered.
- viii. Leave accumulated but not availed of during his tenure of appointment shall be allowed to be encashed on termination of appointment. "

RESOLVED FURTHER THAT the aggregate amount of remuneration payable to him in a particular financial year will be subject to overall ceiling limit laid down in Sections 196 & 197 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter and vary such terms of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013, as may be agreed to by the Board of Directors and Mr. Ramesh Bansal.

RESOLVED FURTHER THAT in the event of any loss or absence or inadequacy of profits of the Company in any financial year, during the tenure of the office of Mr. Ramesh Bansal, the remuneration mentioned shall be paid to Mr. Ramesh Bansal as minimum remuneration and same shall be subject to the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time in this regard, as minimum remuneration."

INDIAN BASE METALS COMPANY LTD

Regd. Office: 34, Ganesh Chandra Avenue,

Kolkata – 700013

Phone: (033) 2237-1747

Email: bansalramesh@hotmail.com

Website: www.indianbasemetals.com

CIN: L27209WB1971PLC028015

Place: Kolkata

Date: 03rd August, 2017

By Order of the Board

S/d-

(**RAMESH BANSAL**)

DIN: 00420589

Whole-time 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 **Saturday, 09th September, 2017 to Friday, 15th September, 2017** (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, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the

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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 12th September, 2017 (10:00 am) and ends on 14th September, 2017 (5:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 08th September, 2017, 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 during the voting period
- (iii) Click on “Shareholders” tab.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - 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 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:

For Members holding shares in Demat Form and Physical Form	
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">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.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.
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 Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none">Please Enter the DOB or Bank Account Number in order to Login.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).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.

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- (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.
 - 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.
 - The list of accounts should be mailed to 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 under help section or write an email to helpdesk.evoting@cdslindia.com. or contact them at 1800 200 5533.

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- (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 08th September, 2017. 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 28th July, 2017.
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 08th September, 2017 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. 08th September, 2017 are requested to send the written / email communication to the Company at 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 and on the website of CDSL. The same will be communicated to the stock exchange viz. Calcutta Stock Exchange Limited where the shares of the company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND UNDER SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2):

Item No. 3

Though not mandatory, this statement is provided for reference.

As per the provisions of Companies Act, 2013 read with rules made thereunder no listed Company shall appoint an audit firm as auditor for more than two consecutive terms of five years and an audit firm which has completed its term shall not be eligible for re-appointment as auditor in the same company. Accordingly, the term of the existing Statutory Auditors, M/S. P.K. Drolia & Co., Chartered Accountants (FRN 316057E), Kolkata, is coming to end. The Board of Directors have recommended appointment of M/s. SBAV & Associates, Chartered Accountants (FRN 322552E) as the Statutory Auditors of the Company in place of

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M/S. P.K. Drolia & Co, Chartered Accountants, Kolkata, existing Statutory Auditors of the Company, to hold Office from the conclusion of the ensuing Annual General Meeting till the conclusion of the 51st Annual General Meeting.

M/s. SBAV & Associates, Chartered Accountants (FRN 322552E), have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at item no. 3 of the notice.

The Board recommends the resolution set forth in item No.3 of the notice for approval of the members.

Item No. 4.

Pursuant to Article 87 of the Articles of Association of the Company and in terms of Section 161 of the Companies Act, 2013, Shri. Ayush Modi (DIN: 07007194) was appointed as an Additional Director of the Company with effect from 03rd February, 2017 by the Board of Directors of the Company and holds office as Director up to the date of ensuing Annual General Meeting. As required under Section 160 of the above Act the Company has received a notice in writing from a member of the Company together with requisite deposit, proposing the candidature of Shri. Ayush Modi for the office of Director of the Company.

Shri. Ayush Modi does not hold by himself or for any other person on a beneficial basis, any shares in the Company. Shri Ayush Modi, born on 03rd July, 1993, is a commerce graduate and holds a degree of Chartered Financial Analyst. He has vast experience in the field of management and administration.

The Company has received from Shri. Ayush Modi (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies Act (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013. The resolution seeks the approval of members for the appointment of Shri. Ayush Modi as an Independent Director of the Company upto 14th September, 2022 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He will not be liable to retire by rotation.

In the opinion of the Board, Shri Ayush Modi, fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. The Board therefore, recommends the Resolution to be passed as an Ordinary Resolution by the Members.

Except Shri Ayush Modi, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 04 of the Notice.

Item No. 5.

Mr. Ramesh Bansal, was appointed as Whole time director of the Company by the Members through Ordinary Resolution at the 43rd Annual General Meeting held on 30th September, 2014 for a period of 5 years 30th September, 2014 to 29th September, 2019.

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Mr. Ramesh Bansal will lead initiatives related to corporate strategy, corporate finance, funding and investments and has vast knowledge and experience in the management of Companies. He has been in the industry for more than 20 years and is adapt at taking intricate business decisions.

Keeping in view the above additional responsibilities. Mr. Ramesh Bansal has been re-designated as Managing Director of the Company with effect from 15th September, 2017 for the remaining period of his tenure upto 29th September, 2019.

The terms and conditions of his appointment including remuneration as approved by the members at the 43rd Annual General Meeting remains the same.

Through members consent is not required for the above re-designation; however as a good corporate governance practice, the Board recommends the resolution set out in Item No. 5 of the notice for approval of the shareholders.

Mr. Ramesh Bansal is interested in the resolution set out in Item No. 5 which pertain to his re-designation as Managing Director. Mr. Santosh Kumar Agarwal and Mrs. Mala Bansal being relatives of Mr. Ramesh Bansal are interested in this resolution .

None of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

DISCLOSURES AS REQUIRED SCHEDULE V PART II SECTION II-PARAGRAPH B (IV) **GENERAL INFORMATION**

- (1) Nature of Industry: Non Banking Financial Company
- (2) Date or expected date of commencement of commercial production: The Company was incorporated as a Private Company on 24.06.1971 and since then it has commenced its business, later on after obtaining necessary approval vide certificate of incorporation dated 27.03.1996 it was converted into public company.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N.A.
- (4) Financial performance based on given indicators: Financial performance of the Company during last three years:

Amt in Rs.

Financial Parameters	Financial Year		
	2016-2017	2015-2016	2014-2015
Total Revenue	1,840,200	1,452,712	1,638,358
Profit before tax	1,193,759	924,578	1,166,008
Net profit after tax	965,759	636,159	805,711
Equity Share Capital	30,013,000	30,013,000	30,013,000
Reserve and Surplus	12,527,659	11,561,900	10,925,742

- (5) Foreign Investments or collaborations, if any: None

INFORMATION ABOUT THE APPOINTEE:

- (1) Background Details:

Mr. Ramesh Bansal, born on 11th September, 1957, is a Commerce Graduate from Kolkata and has vast knowledge and experience in the management of companies. He has been in the industry for more than 20 years and is adept at taking intricate business decisions. He has vast experience in Tea Industry also and is serving on the Board of many Companies. He has been associated with the Company for more than 20 years now and has been

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instrumental in managing and growth of the Company being the Whole-time Director of the Company.

(2) Past remuneration: Has not been drawing any salary from the Company.

(3) Recognition or Awards: NIL

(4) Job profile and his suitability:

Mr. Ramesh Bansal being the Whole-time Director of the Company has devoted his whole time and attention to the business of the Company and performed such duties as were entrusted to him by the Board from time to time. With a view to control and manage business affairs of the other group companies, it was necessary to re-designate his position from Whole-time Director to Managing Director. He has been instrumental in growth of the Company and shall be exercising control over the business decisions of the Company, subject to the superintendence and directions of the Board in connection with and in the best interests of the business of the Company.

Considering his past role in development of the Company, immense effort and inputs, experience of the business in which the Company operates, the remuneration proposed is justified. His terms and conditions of appointment including remuneration remains the same as approved earlier by the shareholders at their annual general meeting held on 30th September, 2014.

(5) Remuneration proposed: As mentioned in resolution proposed in Item No. 5 of the Notice. There is no change in the remuneration as approved earlier by the shareholders at their annual general meeting held on 30th September, 2014.

(6) Comparative remuneration profile: The remuneration being paid to him is most reasonable considering other similar sized companies, the type of industry and his position and profile.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Besides the remuneration being paid to him as Managing Director, he does not have any other pecuniary relationship with the company or any other managerial personnel.

OTHER INFORMATION:

Owing to demonetization the margins of the Company were affected. The Company has embarked on a series of strategic and operational measures that is expected to result in the improvement in the present position.

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Information pursuant to Regulation 36(3) of the (Listing Obligations and Disclosure Requirements) Regulations 2015 on Directors recommended for appointment/reappointment at the 46th Annual General Meeting Vide Item No.2 & 4 of the Notice as follows:

Name of the Directors	Santosh Kumar Agarwal	Ayush Modi
DIN	00420655	07007194
Date of Birth	10.04.1953	03.07.1993
Date of appointment	18.08.2014	03.02.2017
Qualification	COMMERCE GRADUATE	B.COM, CFA
Experience	<p>Mr. Santosh Kumar Agrawal is a Commerce graduate.</p> <p>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.</p>	<p>Mr. Ayush Modi has immense knowledge in the field of Finance and Business Administration. He is a qualified Chartered Financial Analyst. He is also inducted on the board of a NBFC company as well as other companies.</p>
Directorship	<ol style="list-style-type: none"> 1. Indian Base Metals Company Limited 2. Rahimpur Tea Company Limited 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. 	<ol style="list-style-type: none"> 1. Purbasha Resources Ltd. 2. Eastern Nutriments Private Limited. 3. Eastern Bakeries Private Limited.
Membership & Chairmanship of Committees of Listed Entities (Including Audit Committee & Stakeholders Relationship Committee)	None	None
Number of shares held in the Company	60000	Nil
Relationship with any director of the company	Ramesh Bansal – Brother Mala Bansal – Sister in law	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 46th Annual General Meeting of the Company, to be held on Friday, 15th day of September, 2017 at 34, Ganesh Chandra Avenue, Kolkata-700013 at 03.00 p.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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Email: bansalramesh@hotmail.com

Website: www.indianbasemetals.com

CIN: L27209WB1971PLC028015

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

(46TH ANNUAL GENERAL MEETING, FRIDAY, 15TH SEPTEMBER, 2017)

CIN	L27209WB1971PLC028015
Name of the Company	INDIAN BASE METALS COMPANY LIMITED
Registered Office	34, Ganesh Chandra Avenue, Kolkata-700013
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: 34, Ganesh Chandra Avenue,

Kolkata – 700013

Phone: (033) 2237-1747

Email: bansalramesh@hotmail.comWebsite: www.indianbasemetals.com

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As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 46th Annual General Meeting of the Company, to be held on Friday, 15th September, 2017 at 34, Ganesh Chandra Avenue, Kolkata- 700013 at 03.00 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution	Optional	
		For	Against
Ordinary Business			
1.	Adoption of the Audited Financial Statements of the Company for the Financial year ended 31st March, 2017, alongwith Report of Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Santosh Kumar Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint M/S. SBAV & Associates as Statutory Auditors of the Company and fix their remuneration		
4.	To appoint Mr. Ayush Modi as an Independent Director of the Company		
5.	To re-designation of Mr. Ramesh Bansal as a Managing Director of the Company		

Affix Revenue Stamp

Signed this _____ day of _____ 2017

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.

INDIAN BASE METALS COMPANY LTD

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(ANNEXURE TO THE NOTICE FOR THE 46TH ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 15TH SEPTEMBER, 2017)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 Friday, 15th September, 2017, at 03.00 p.m. at 34, Ganesh Chandra Avenue, Kolkata-700013 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:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
170809021		

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

Remote e-Voting Start On	Remote e-Voting End On
12 th September, 2017 at 10.00 A.M (IST)	14 th September, 2017 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
(WHOLE TIME DIRECTOR)

Place: Kolkata

Date: 03rd August, 2017

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