

Nidhan Commercial Co. Ltd.



97, PARK STREET, 5TH FLOOR,
KOLKATA - 700 016
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CIN : L36911WB1982PLC034794
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Date : 30-09-2024

To, The Manager Department of Corporate Services MSEI Limited 2nd Floor, Piramal, Agastya Corporate Park, Building A, Unit 205A, Lal Bahadur Shastri Marg, Kurla West, Mumbai, Maharashtra 400070	To, The Manager Department of Corporate Services The Calcutta Stock Exchange Limited 7, Lyons Range, Dalhousie, Kolkata-700001, West Bengal
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Sub: Proceedings of the 42th Annual General Meeting held on 30th September 2024 at 2.30 PM and concluded at 3.30 PM.

Ref.: Symbol: NCCL

Dear Sir,

Pursuant to the provision of Regulation 30, Schedule III of the Listing Regulations we hereby furnish the proceedings of the 42nd Annual General Meeting of the company held on 30th September 2024 at 2:30 P.M. at 97 PARK STREET, 5TH FLOOR, WEST BENGAL 700016. concluded at 03.30 PM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided e-voting facility to the members to vote on the matters to be transacted at the Annual General Meeting.

No poll was demanded at the Annual General Meeting held on 30-09-2024.

CS PAYAL TACHAK, Proprietor of PAYAL TACHAK & ASSOCIATES, Company Secretaries, Mumbai was appointed as Scrutinizer for Annual General Meeting held on 30-09-2024.

MD. TALHA was present at the meeting to Represent Scrutinizer of the Annual General Meeting 30-09-2024.

The results of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through e-voting.



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The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority with permission of Chair occupied by **Mr. RISHAB DUGAR (DIN: 01389334)**.

1. APPROVAL OF ACCOUNTS: ORDINARY BUSINESS WITH ORDINARY RESOLUTION

The members considered and adopted the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.

The results of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through e-voting.

The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority with permission of Chair occupied by **Mr. RISHAB DUGAR (DIN: 01389334)**.

2. APPROVAL OF ACCOUNTS: ORDINARY BUSINESS WITH ORDINARY RESOLUTION

The members considered and adopted the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.

For the following resolution Mr. Mr. RISHAB DUGAR, Managing Director of the Company vacated the chair as being interested party to the resolution and Kapil Hiralal Jain Member of the Company Occupied the chair.

3. APPOINT DIRECTOR IN PLACE OF MR. RISHAB DUGAR (DIN: 01389334) WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT. ORDINARY BUSINESS WITH ORDINARY RESOLUTION

The members approved the appointment of **Mr. RISHAB DUGAR (DIN: 01389334)**, who retires by rotation and being eligible, offers himself for re-appointment.



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Mr. RISHAB DUGAR (DIN: 01389334) resumed his chair for the Annual General Meeting and thanked Kapil Hiralal Jain, member of the Company for occupying the chair.

4. APPOINTMENT OF STATUTORY AUDITOR - ORDINARY BUSINESS WITH ORDINARY RESOLUTION

MNT AND ASSOCIATES, Chartered Accountants, having Registration Number **W100115** be and are hereby appointed as Statutory Auditors of the Company for the term of 5 years, from the conclusion of this 42nd Annual General Meeting till the Conclusion of 47th Annual General Meeting 2029, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.

SPECIAL BUSINESS:

5. REGULARIZATION OF ADDITIONAL DIRECTOR, RAJVIRENDRA SINGH PUROHIT (DIN: 06770931) AS DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION(S) AS A **ORDINARY RESOLUTION**
6. REGULARIZATION OF ADDITIONAL DIRECTOR, AMIT AGARWAL (DIN: 10729588) AS DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION(S) AS A **ORDINARY RESOLUTION**
7. REGULARIZATION OF ADDITIONAL DIRECTOR, SHITAL MUTHA (DIN: 03157346) AS DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION(S) AS A **ORDINARY RESOLUTION**
8. REGULARIZATION OF ADDITIONAL DIRECTOR, KAPIL JAIN (DIN: 10669482) AS DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION(S) AS A **ORDINARY RESOLUTION:**
9. APPOINTMENT OF KAPIL JAIN (DIN: 10669482) AS A CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION(S) AS **SPECIAL RESOLUTION:**



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10. APPOINTMENT OF HITESHREE KAPIL JAIN (DIN: 10670249) AS A EXECUTIVE DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION(S) AS **SPECIAL RESOLUTION**:
11. CREATION OF CHARGE ON MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE. –**SPECIAL RESOLUTION**
12. POWERS TO THE BOARD OF DIRECTORS TO BORROW MONEYS IN EXCESS OF PAID UP CAPITAL AND FREE RESERVES OF THE COMPANY – **SPECIAL BUSINESS**
12. TO APPROVE THE ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY. – **SPECIAL BUSINESS**
13. SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM ONE STATE TO ANOTHER STATE: **SPECIAL RESOLUTION**
14. ALTERATION IN THE SITUATION CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY. – **SPECIAL RESOLUTION**
15. CHANGE OF NAME OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY. – **SPECIAL RESOLUTION**
16. TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION: - **ORDINARY RESOLUTION**
17. ALTERATION OF MEMORANDUM OF ASSOCIATION ("MOA") AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013: - **SPECIAL RESOLUTION**
18. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION ("AOA") AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013: - **SPECIAL RESOLUTION**



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19. RECLASSIFICATION OF PROMOTERS OF THE COMPANY AS PUBLIC CATEGORY – **ORDINARY RESOLUTION**

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

For Nidhan Commercial Co. Ltd.

Managing Director

(RISHAB DUGAR)

MANAGING DIRECTOR

DIN: 01389334