

# Nidhan Commercial Co. Ltd.



97, PARK STREET, 5TH FLOOR,  
KOLKATA - 700 016  
PHONE : 033-2226-7376  
CIN : L36911WB1982PLC034794  
E-MAIL : NCC\_L@HOTMAIL.COM  
FAX : 033-2226-8139  
Website: www.nidhanltd.com

Date - 26/09/2023

To,  
Head - Listing Compliance,  
**Metropolitan Stock Exchange of India Limited (MSEI)**  
Building - 'A', Unit -205 A, 2<sup>nd</sup> Floor,  
Piramal Agastya Corporate Park,  
Kamani Junction,  
L.B.S.Road, Kurla (West)  
Mumbai - 400 070.

**Symbol: MSEI - NCCL**

**Subject: Proceedings of 41<sup>st</sup> Annual General Meeting ('AGM') and Voting Results**

Dear Sir/ Madam,

This is to inform you that the 41<sup>st</sup> Annual General Meeting ("AGM") of Nidhan Commercial Co. Ltd. ("the Company") was held today Tuesday, 26<sup>th</sup> September, 2023 and the businesses mentioned in the Notice dated 10<sup>th</sup> August, 2023 was transacted.

We are enclosing the following information by way of annexures in connection with the proceedings and voting results of the aforesaid AGM, pursuant to Regulation 30 and Regulation 44 (3) of the SEBI (LODR) Regulations:

- (1) Brief proceedings of AGM of the Company, as required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, held on Tuesday, 26<sup>th</sup> September, 2023 at 11.00 A.M at 97, Park Street, 5th Floor, Kolkata - 700 016.

**Annexure - I**

- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Annexure - II**

- (3) Consolidated Scrutinizer's Report dated 26<sup>th</sup> September, 2023 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rules of the Companies (Management and Administration), Rules 2014 as amended regarding rules on e-voting and voting through ballot (poll) at the AGM. **Annexure - III**

This is for your information and records.

Thanking You,

Yours faithfully,

For Nidhan Commercial Co. Ltd.



**Director**

(Surendra Kumar Dugar)

Director

DIN - 00242241

Encl.- As Above



## ANNEXURE – I

Website: www.nidhanltd.com

### Brief Proceedings of 41<sup>st</sup> Annual General Meeting of Nidhan Commercial Co. Ltd.

The 41<sup>st</sup> Annual General Meeting ("AGM") of Nidhan Commercial Company Limited ("the Company") was held on Tuesday, 26<sup>th</sup> September, 2023 at 11.00 A.M. at its Registered Office 97, Park Street, 5<sup>th</sup> Floor, Kolkata – 700 016.

The members elected Sri Ratanlal Dugar, Director, as the Chairman of the meeting. The requisite Quorum being present, the Chairman declared the AGM open.

In compliance with the provision 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) Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of voting through electronic means ("remote e-voting") to its members from 23<sup>rd</sup> September, 2023 (9.00 A.M.) to 25<sup>th</sup> September, 2023 (5.00 P.M.) to cast their votes electronically on all the business as set out in the Notice of 41<sup>st</sup> AGM.

In order to provide similar voting rights to the members who had not voted using remote e-voting facility, a poll was conducted at the Annual General Meeting venue.

The Notice for the meeting and the Directors' Report to the Shareholders were taken as read with the consent of the Shareholders present. The Chairman informed that there were no qualifications in the Audit Report. With the permission of the members present, the Auditor's Report was taken as read.

The Chairman informed the following Resolutions proposed to be passed at this 41<sup>st</sup> Annual General Meeting of the Company.

1. Adoption of the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2023 together with the Report of the Board of Directors with Annexures and the Auditors' thereon - (Ordinary Resolution)
2. Appointment of Sri Ratanlal Dugar (DIN – 00242452), who retire by rotation, and being eligible offers himself for re-appointment. (Ordinary Resolution)
3. Appointment of Statutory Auditors and fix their Remuneration (Ordinary Resolution).



Contd...2

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Mr. Jagannath Kar, Practicing Company Secretary was appointed as Scrutinizer by the Board of Directors of the Company to overview the whole process of Voting (both remote e-voting and Poll) in a fair and transparent manner. The Chairman of the meeting being authorized to declare the results of Voting.

The Scrutinizer Report was received on 26<sup>th</sup> September, 2023, and as per the said report all the resolutions as set out in the notice have been passed with requisite majority.

Thanking You,  
Yours Faithfully,

For Nidhan Commercial Co. Ltd.

  
**Director**

(Surendra Kumar Dugar)  
Director  
DIN - 00242241



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

## ANNEXURE - II

### **Details of Voting Results in respect of the 41<sup>st</sup> Annual General Meeting of M/s. Nidhan Commercial Company Limited pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015:**

Date of the AGM : Tuesday, 26<sup>th</sup> September, 2023

Total number of shareholders on record date : 21

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 6

Public : 3

No. of Shareholders attended the meeting through Video Conferencing: No video conferencing.



Contd..2



[ 2 ]

## Item No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2023 and report of the Board of Directors and the Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	221800	162100	73.08	162100	-	100	-
	Poll		-	-	-	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		162100	73.08	162100	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	76600	6000	7.83	6000	-	100	-
	Poll		-	-	-	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6000	7.83	6000	-	100	-
Total		298400	168100	56.33	168100	-	100	-



Contd..3



[ 3 ]

## Item No. 2 – Ordinary Resolution

To appoint a Director in place of Sri Ratanlal Dugar (DIN – 00242452) who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution: Yes

Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	221800	162100	73.08	162100	-	100	-
	Poll		-	-	-	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		162100	73.08	162100	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	76600	6000	7.83	6000	-	100	-
	Poll		-	-	-	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6000	7.83	6000	-	100	-
Total		298400	168100	56.33	168100	-	100	-

Contd..4



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## Item No. 3 – Ordinary Resolution

To Re-appoint Statutory Auditors' and fix their remunerations.

Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	221800	162100	73.08	162100	-	100	-
	Poll		-	-	-	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		162100	73.08	162100	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	76600	6000	7.83	6000	-	100	-
	Poll		-	-	-	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6000	7.83	6000	-	100	-
Total		298400	168100	56.33	168100	-	100	-

Thanking You,

Your Faithfully,

For Nidhan Commercial Co. Ltd.

*Surendra Kumar Dugar*

Director

(Surendra Kumar Dugar)

Director

DIN - 00242241



**Jagannath Kar**

Company Secretaries

7A, Bentick Street

Old Wing, 2<sup>nd</sup> Floor

Kolkata - 700 001

West Bengal

Mobile - 98319 18896

E-mail: jagannathcs@hotmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

*[Pursuant to section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]*

To,  
The Chairman of the Meeting of  
Nidhan Commercial Co. Ltd.  
CIN: L36911WB1982PLC034794  
97, Park Street, 5<sup>th</sup> Floor  
Kolkata-700 016

**Sub: Consolidated Scrutinizer's Report on the "Remote E-Voting" and "Voting through Ballot (Poll) at Annual General Meeting", in respect of the resolutions contained in the Notice of the 41<sup>st</sup> Annual General Meeting (AGM) of Nidhan Commercial Co. Ltd. (the Company), held at 97, Park Street, 5<sup>th</sup> Floor, Kolkata - 700 016 on Tuesday, the 26<sup>th</sup> day of September, 2023 at 11.00 A.M.**

Dear Sir,

I, Jagannath Kar, Practicing Company Secretary have been appointed as a Scrutinizer by the Board of Directors of M/s. Nidhan Commercial Co. Ltd. (the Company) for the purpose of Scrutinizing the remote e-voting process (remote e-voting) as well as for voting through physical Ballot (poll) voting process at the AGM venue in a fair and transparent manner and ascertaining the results thereof, in respect of resolutions transacted at the 41<sup>st</sup> Annual General Meeting of the Equity Shareholders of Nidhan Commercial Co. Ltd. held at 97, Park Street, 5<sup>th</sup> Floor, Kolkata - 700 016 on Tuesday, the 26<sup>th</sup> day of September, 2023 at 11.00 A.M.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under and the SEBI (LODR) Regulations, 2015 relating to remote e-voting as well as voting through poll at the AGM venue by the members of the Company on the resolutions contained in the Notice dated 10<sup>th</sup> August, 2023 convening the 41<sup>st</sup> AGM of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" or "abstained" the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the authorised agency engaged by the Company to provide remote e-voting facility for e-voting and on poll conducted at the AGM venue.

The Company has also released an advertisement, which was published after completion of dispatch of AGM Notice in The Echo of India, English Newspaper and Arthik Lipi, Bengali Newspaper both dated 1<sup>st</sup> September, 2023. The notice published in the newspaper carried the required information as specified in the Rule.

The Company had availed the remote e-voting facility offered by the CDSL for facilitating remote e-voting to the shareholders of the Company. The shareholders of the Company holding shares of the Company as on the "cut off" date i.e. 19<sup>th</sup> September, 2023 were entitled to vote on the resolutions contained in the notice convening 41<sup>st</sup> AGM of the Company.

Jagannath Kar  
Company Secretaries

7A, Bentick Street,  
Old Wing, 2<sup>nd</sup> Floor,  
Kolkata-700 001  
ACS-20600, C. P. No.-7591



The period for remote e-voting commenced on Saturday, 23<sup>rd</sup> September, 2023 (9.00 a.m.) and ended on Monday, 25<sup>th</sup> September, 2023 (5.00 p.m.) The CDSL remote e-voting platform was blocked thereafter.

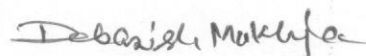
The Company also provided voting by physical ballot (poll) at the venue of the AGM to members attending the Meeting but had not cast their vote by remote e-voting. One empty ballot box was locked and sealed in my presence with due identification marks.

The locked ballot box was subsequently opened in presence of two witnesses who are not in employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

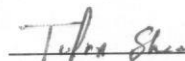
I observed that none of the Shareholder had cast their votes through ballot paper as provided at the meeting venue;

The votes cast through remote e-voting were unblocked immediately after counting the votes cast through ballot paper at the AGM in the presence of two under signed witnesses who are not in employment of the Company.

1. Debasish Mukherjee



2. Tufan Kumar Shee



Based on the details containing list of members who has cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL and the vote cast by the members through ballot papers at AGM, I hereby submit the Consolidated Report on the result of the remote e-voting and voting through ballot paper at the AGM on all items of Business transacted at the AGM held on 26<sup>th</sup> September, 2023.

**A. Resolution No. 1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 and reports of the Board of Directors and the Auditors thereon (**Ordinary Resolution**).

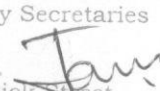
**(i) Voted in favour of the resolution:**

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	1,68,100	100
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>11</b>	<b>1,68,100</b>	<b>100</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

Jagannath Kar  
Company Secretaries

  
7A, Bentick Street,  
Old Wing, 2nd Floor,  
Kolkata-700 001  
ACS-20600, C. P. No.-7591

(iii) **Invalid votes:**

Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	0	0
Physical Ballot (Poll)	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**B. Resolution No. 2:**

To appoint a Director in place of Sri Ratanlal Dugar (DIN: 00242452), who retires by rotation and being eligible offers himself for re-appointment (**Ordinary Resolution**).

(i) **Voted in favour** of the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	1,68,100	100
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>11</b>	<b>1,68,100</b>	<b>100</b>

(ii) **Voted against** the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid votes:**

Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	0	0
Physical Ballot (Poll)	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**C. Resolution No. 3:**

To re-appoint the Statutory Auditors and fix their remuneration (**Ordinary Resolution**).

(i) **Voted in favour** of the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	1,68,100	100
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>11</b>	<b>1,68,100</b>	<b>100</b>

(ii) **Voted against** the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

Jagannath Kar  
Company Secretaries

7A, Bentick Street,  
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ACS-20600, C. P. No.-7591

(iii) Invalid votes:

Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	0	0
Physical Ballot (Poll)	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, I report that the resolution as contained in Item - 1 to Item - 3 of the 41<sup>st</sup> AGM Notice have been passed with requisite majority.

The register, all other papers and relevant records relating to remote e-voting and physical Ballot (poll) forms and voting at the meeting shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the aforesaid AGM, after which the same will be handed over to the Chairman of the meeting for safe keeping.

Thanking You,  
Yours faithfully,

Jagannath Kar For **JAGANNATH KAR**  
Company Secretaries Company Secretaries

7A, Bentick Street,  
Old Wing, 2nd Floor,  
Kolkata-700 001  
ACS-20600, C. P. No.-7591

*Jagannath Kar*  
**JAGANNATH KAR**  
Proprietor  
**M. No.: 20600, C.P. No.: 7591**  
**UDIN: A020600E001084454**

Place: Kolkata  
Date: 26.09.2023