

# Shentracon Chemicals Limited

CIN: L24299WB1993PLC059449

Regd. Office 6A, Kiran Sankar Roy Road, Kolkata- 700 001

Phone: 2248-9731, Fax 2248 4000

Email: [investor@shentracon.com](mailto:investor@shentracon.com), Website: [www.shentracon.com](http://www.shentracon.com)

## NOTICE

**Notice is hereby given that the 26<sup>th</sup> Annual General Meeting of the members of Shentracon Chemicals Limited will be held on Monday, 30<sup>th</sup> September, 2019 at 11.00 A.M. at the Registered office of the company 6A, Kiran Shankar Roy Road, 3<sup>rd</sup> Floor, Kolkata – 700 001 to transact the following business:**

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March 2019 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sanjay Sureka (DIN: 00491454), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

### **SPECIAL BUSINESS:**

3. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as **Special Resolution:**

**“RESOLVED THAT** in accordance with the provisions of section 196, 197 and 203 read with Schedule V and rules thereon and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), and any other approval of statutory authorities as may be required, the Company hereby approves the re-appointment and terms of remuneration of Mr. Jayanta Sahu, as a Manager of the Company, for a period of Five years, w.e.f. September 1, 2019, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board as set out in the explanatory statement annexed to the notice.”

**“RESOLVED FURTHER THAT** notwithstanding anything contrary herein contained, wherein any financial year during the currency of tenure of Mr. Jayanta Sahu, the company incurs any loss or its profits are inadequate, the remuneration as approved herein be paid as minimum remuneration to Mr. Jayanta Sahu, subject to requisite approvals, if any required under the said Act.”

**“RESOLVED FURTHER THAT** the Board and/or Nomination and Remuneration Committee of Directors of the Company be and is hereby authorized to alter, vary and/or revise the remuneration of Mr. Jayanta Sahu as they may deem fit in the interest of the Company such that the overall yearly remuneration payable to the said director shall not exceed the limits specified under Schedule V of the companies Act, 2013, (including any statutory modification(s) or reenactment thereof for the time being in force) or any amendment made.”

4. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as **Special Resolution:**

# Shentracon Chemicals Limited

Notice 2017-18

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Pijush Mondal (DIN: 03348999), who was appointed as an Independent Director and who holds office of Independent Director up-to the expiry of 5 (five) consecutive years from 30.09.2014 and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member 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 and to hold office for a second term of 5 (five) consecutive years on the Board of the Company w.e.f. 30.09.2019.”

By Order of the Board

For Shentracon Chemicals Limited

**Registered Office**

6A, KIRAN SHANKAR ROY ROAD  
KOLKATA – 700 001

**Place:** Kolkata

**Date:** 14<sup>th</sup> August 2019

sd/-

**Sanjay Sureka**

Director

(DIN: 00491454)

**Notes:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM, DULY COMPLETED, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.***

***A PROXY FORM IN FORM MGT-11 FOR THE AGM IS ENCLOSED HEREWITH. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY(50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT (10%) 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 SHAREHOLDER.***

- 2. The Statement, pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business under Item No.3 and 4 of the Notice is annexed hereto and forms part of the Notice**

# Shentracon Chemicals Limited

Notice 2017-18

3. Information on all the Directors proposed to be appointed/ re-appointed at the Meeting as required under Regulation 36(3) of the SEBI (Listing and Disclosure Requirements), 2015 and SS-2 are provided in the Annexure to this Notice.
4. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, 24<sup>th</sup> September 2019 to Monday, 30<sup>th</sup> September, 2019 (both days inclusive) in connection with the Annual General Meeting.
5. Members are requested to bring their copies of the Annual Report at the meeting. Please note that the copies of the report will NOT be distributed and /or be made available at the meeting.
6. Route-map to the venue of the Meeting is enclosed with the notice for the convenience of the members. Members may also note that the notice along with the route map will also be available on the website of the Company ([www.shentracon.com](http://www.shentracon.com)) for download as per the requirements of the Secretarial Standard-2 on “General Meetings”.
7. Members desirous of getting any information on the accounts or operations of the Company is requested to forward their queries to the Company at least 7 days prior to the meeting so that the required information can be made available at the Meeting.
8. The relevant documents are available for inspection by the members of the company at the registered office from 10.30 A.M. to 12.30 P.M. on any working day, except Saturdays and Sundays up to the date of the Annual General Meeting.
9. Members are requested to immediately notify any change in their address to the Registrar Share Transfer agent of the Company M/s. C B Management Services (P) Ltd., P-22, Bondel Road, Kolkata – 700 019 in all correspondence with the Company, members are requested to quote their Account / Folio Numbers.
10. Members are requested to produce the enclosed attendance slip duly filled up and signed as per specimen signature recorded with the company for admission to the meeting hall.
11. Members are requested to notify immediately any change of address:
  - i. To their depository participants (DPs) in respect of their electronic share accounts, and
  - ii. To the Company at its registered office in respect of their physical shares, if any, quoting their folio number, banker's name and account number to ensure prompt and safe receipt of dividend warrants.
12. Members are requested:
  - i. To bring their copies of the annual report, notice and attendance slip at the time of the meeting.
  - ii. To quote their folio no./ ID No. in all correspondence
13. The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) for all securities market transactions and off-market/ private transactions involving transfer of shares in physical form of listed companies. Hence, Members holding shares in the electronic form are requested to submit their PAN to their Depository Participant(s) with whom they maintain their Demat Accounts. Members holding shares in physical form should submit their PAN details to the Company / Registrar & Share Transfer Agent, M/s. C B Management Services (P) Ltd., P-22, Bondel Road, Kolkata – 700 019.

14. To comply with the provision of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules 2014, the Company shall be required to update its database by incorporating members' designated e-mail ID in its records.

You are thus requested to kindly submit your e-mail ID vide the e-mail registration form attached in this Annual Report by filling up and signing at the appropriate place in the said form and return the same to the Company. The e-mail ID provided shall be updated subject to successful verification of your signatures as per record available with the Registrar & Share Transfer Agent of the Company.

15. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
16. The Government took a 'Green Initiative in Corporate Governance' in 2011 by allowing the Companies to service the documents to its Members through electronic mode.

Accordingly, the Company sends all communication including the Notice along with Annual Report in electronic form to all Members whose email Ids are registered with the Company/ Depository Participant(s) unless a specific request for hard copy has been requested. Shareholders holding shares in physical form are requested to register/update their e-mail address with the Company's Registrar and Share Transfer Agent, M/s. C. B. Management Services Private Limited at [rta@cbmsl.com](mailto:rta@cbmsl.com) or to us on [investor@shentracon.com](mailto:investor@shentracon.com)

17. The Company is pleased to offer e-voting facility as an alternate, for all its members to enable them to cast their vote electronically in compliance of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India.
18. The facility for voting through ballot paper shall be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their rights at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again
19. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date, i.e. 23<sup>rd</sup> September 2019. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through ballot paper
20. Members may also note that the Notice of the 26<sup>th</sup> Annual General Meeting and the Annual Report for 2019 will also be available on the Company's website [www.shentracon.com](http://www.shentracon.com). The Notice of AGM shall also be available on the website of CDSL viz. [www.evotingindia.com](http://www.evotingindia.com).
21. The Board vide its Resolution passed on 14<sup>th</sup> August, 2019 has appointed Mr. Mohan Ram Goenka, Practicing Company Secretary (FCS No.: 4515/COP No. 2551), Partner, M R & Associates, Company Secretaries, Kolkata, as Scrutinizer for conducting the e-voting process in accordance with the law and in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the meeting first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and within a period not exceeding 3 days from the conclusion of the Annual General Meeting make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, to the Chairman of the Company or any other person authorized by him in writing.

22. The Results declared along with the Scrutinizer's report shall be placed on the Company's website [www.shentracon.com](http://www.shentracon.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately and communicated to the exchange the agency immediately.
23. The results of voting (including e-voting or otherwise) shall be aggregated and declared on or after the Annual General Meeting of the Company. The results of the e-voting and ballot paper shall be aggregated and declared not later than 48 (Forty eight) hours of conclusion of the AGM i.e. Saturday, 02<sup>nd</sup> October, 2019. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.shentracon.com](http://www.shentracon.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately and communicated to BSE & CSE Limited. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.
24. In case of any queries/grievances relating to e-voting process, the Members may contact Central Depository Services Limited, 22, Camac Street, Block-A, 1st Floor, Kolkata-16, at e-mail ID: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), at Toll Free No. 1800-200-5533 who will address the grievances connected with the electronic voting. Members may also write to the Company Secretary at [investor@shentracon.com](mailto:investor@shentracon.com) or Registered Office address.
25. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2019. In view of the above, members are advised to dematerialize shares held by them in physical form.
26. Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to have been passed on the date of the Meeting i.e. 30<sup>th</sup> September, 2019.

## **E-Voting (voting through Electronic means):**

- 1) In Compliance of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries Of India, the Company is pleased to provide members a facility to exercise their right to vote at the 26<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL)
- 2) Persons who have acquired shares and became Members after the dispatch of the Notice of the AGM but before the 'Cut-off Date' of Monday, September 23, 2019 may obtain their user ID and Password for e-voting and Company's Registrars & Transfer Agent, C.B. Management Services (P) Ltd, P-22,

# Shentracon Chemicals Limited

Notice 2017-18

Bondel Road, Kolkata 700 019 (Ph. No. 033 – 22806692/4011 6700/22823643/22870263 Fax No. 91 – 033 – 4011 6739).

The instructions for the member for voting electronically are as under :-

- (i) The voting period begins on Friday, 27<sup>th</sup> September, 2019 at 09.00 a.m. and ends on Sunday, 29<sup>th</sup> September, 2019 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 23<sup>rd</sup> day of September 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder 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, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) 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 or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"><li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li></ul>

- 
- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (xix) Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> 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 compliance user 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](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.

# Shentracon Chemicals Limited

Notice 2017-18

(xx) 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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

By Order of the Board  
For **Shentracon Chemicals Limited**

**Registered Office**

6A, KIRAN SHANKAR ROY ROAD  
KOLKATA – 700 001

**Place:** Kolkata

**Date:** 14<sup>th</sup> August 2019

sd/-

**Sanjay Sureka**

Director

(DIN: 00491454)

**ANNEXURE TO THE NOTICE**

**Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Items of Special Business set out in the Notice convening the Twenty Sixth Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2019.**

**Item No. 3:**

The members are informed that with due compliance of section 203 of Companies Act, 2013 read with rules thereon, the company requires appointing a Key Managerial Personnel on its Board pursuant to section 203 of Companies Act 2013 subject to approval of shareholders of the company in the General meeting. The Company had appointed Mr. Jayanta Sahu as Manager of the Company for a period of five years from 01.09.2014. The Members had subsequently approved the said appointment and terms of his remuneration.

His current term of appointment as the Manager of the Company expires on 30.08.2019. Considering his knowledge of various aspects relating to the Company’s affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Jayanta Sahu should be available to the Company for a further period of 5 (Five) years with effect from 01.09.2019.

In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 14.08.2019 re-appointed him as Manager of the Company for a further period of 5 (Five) years with effect from 01.09.2019. The Company seeks the approval of the same in this Annual General Meeting complying with Section 196 of the Companies Act, 2013. The remuneration paid/payable is as per provisions of Section II(A) of Part II of Schedule V of the Companies Act, 2013. The main terms and conditions relating to the re-appointment and terms of remuneration of Mr. Jayanta Sahu as Manager are as follow.



# Shentracon Chemicals Limited

Notice 2017-18

Sr. No.	Particulars	
1.	Period	From 01.09.2019 to 30.08.2024
2.	Salary	As decided by the board
3.	Bonus	At such intervals as may be decided by the board
4.	Perquisites, allowances & other benefits :	
	a) Medical reimbursement /allowance	As per rules of the company.
	b) Mobile/telephone:	As per rules of the company.
	c) Company's contribution to provident fund	As per rules of the company.
	d) Gratuity	As per rules of the company.

Minimum Remuneration notwithstanding anything to the contrary herein contained, where, in any financial year during the currency of tenure, the company has no profit or its profits are inadequate, the company shall pay remuneration by way of salary, perquisites, performance bonus and other allowances as specified above.

The terms & conditions of the appointment may be altered and varied from time to time by the Board as it may in its discretion deem fit, in such manner as may be agreed to between board and Mr. Jayanta Sahu, subject to such approvals as may be required. In compliance with the provisions of Section 197 of the Companies Act, 2013, the terms of remuneration specified in the resolution are placed before the members in the general meeting for their approval. The remuneration paid/payable is as per provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

Your Directors recommend the resolutions at Item No. 3 as Special resolution for your approval. Mr. Jayanta Sahu, manager (KMP) is deemed to be interested in the resolution. None of the other Directors or Key Managerial personnel of the Company or their relatives other are in any way concerned or interested, financially or otherwise, in the above referred resolution.

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

Mr. Pijush Mondal (DIN: 03348999) was appointed as Independent Director of the Company. Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, he holds office as Independent Director of the Company upto 29<sup>th</sup> September, 2019 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Companies Act, 2013) and are eligible for re-appointment as Independent Director of the Company for a second term for five consecutive years.

# Shentracon Chemicals Limited

Notice 2017-18

In terms of the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, re-appointment of an Independent Director requires approval of shareholders by Special Resolution. Mr. Pijush Mondal has given the requisite declarations pursuant to Section 149(7) of the Companies Act, 2013, to the effect that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, he is not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

The Company has received requisite notice under Section 160(1) of the Companies Act, 2013, proposing the re-appointment of Mr. Pijush Mondal.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment of Mr. Pijush Mondal as Independent Director of the Company for a second term of five consecutive years with effect from 30<sup>th</sup> September, 2019 to 29<sup>th</sup> September, 2024.

The Board, based on the performance evaluation of Independent Director and the recommendation of the Nomination and Remuneration Committee, considers that, given their background, experience and contribution during their tenure, the continued association of Mr. Pijush Mondal would be beneficial to the Company and it is desirable to continue to avail their services as Independent Director. Accordingly, the Board recommends the re-appointment of Mr. Pijush Mondal as Independent Director of the Company to hold office for a second term for five consecutive years with effect from 30<sup>th</sup> September, 2019 to 29<sup>th</sup> September, 2024.

In the opinion of the Board, Mr. Pijush Mondal fulfils the conditions as specified in the Companies Act, 2013 for re-appointment as Independent Director and they are independent of the management.

The Board recommends the Special Resolution set out at Item Nos. 4 of the Notice for approval by the Members.

A brief profile of Mr. Pijush Mondal as required to be given pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other information pertaining to their appointment has been given in the annexure to this Notice.

Except Mr. Pijush Mondal, being appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution

**Particulars of the Director seeking appointment/re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard for General Meetings (SS- 2) is as mentioned below:**

# Shentracon Chemicals Limited

Notice 2017-18

<b>Name of the Directors</b>	<b>Date of birth</b>	<b>Nationality</b>	<b>Date of appointment on the Board</b>	<b>Qualifications</b>	<b>Brief resume and expertise in specific functional area</b>	<b>Directorships held in other public companies (excluding foreign companies)</b>	<b>Membership / chairmanship of Committees of other public companies (includes only Audit Committee and Shareholders' / Investors' Grievance Committee)</b>	<b>Number of shares held in the Company</b>	<b>Relationship between Directors inter-se</b>
Mr. Sanjay Sureka	29 <sup>th</sup> July 1969	Indian	19/12/2017	B. Com, Cost Accountant, MBA Finance	Mr. Sanjay Sureka have rich experience of over 24 years in different positions across various industries.	Nil	Nil	159267 equity shares of Rs. 10/- each	Nil
Mr. Pijush Mondal	14 <sup>th</sup> March 1959	Indian	07/04/2011	B. SC	Mr. Pijush Mondal is Science Graduate. He has experience of over 20 years in various field.	Nil	Nil	Nil	Nil



# Shentracon Chemicals Limited

CIN: L24299WB1993PLC059449  
Regd. Office 6A, Kiran Sankar Roy Road, Kolkata- 700 001  
Phone: 2248-9731, Fax 2248 4000  
Email: [investor@shentracon.com](mailto:investor@shentracon.com), Website: [www.shentracon.com](http://www.shentracon.com)

## ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL  
Joint Shareholders may obtain additional slip at the venue of the Meeting.

DP ID:		Folio No.:	
Client ID:		No. of Shares:	
NAME AND ADDRESS OF THE SHAREHOLDER:			

I hereby record my presence at the 26<sup>th</sup> Annual General Meeting of the Company to be held on Monday, the 30<sup>th</sup> September, 2019 at 11:00 a.m. at 6A, Kiran Sankar Roy Road, 3<sup>rd</sup> Floor, Kolkata – 700 001

\*Applicable for shares held in electronic form.

Member's/Proxy Name (in Block letters)

Signature of the Attending Shareholder / Proxy

## ----- Shentracon Chemicals Limited

CIN: L24299WB1993PLC059449  
Regd. Office 6A, Kiran Sankar Roy Road, Kolkata- 700 001  
Phone: 2248-9731, Fax 2248 4000  
Email: [investor@shentracon.com](mailto:investor@shentracon.com), Website: [www.shentracon.com](http://www.shentracon.com)

### Form No. MGT-11

## PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):		Email id:	
Registered address:		Folio No./Client id:	
		DP id:	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

- 1) ..... of ..... having e-mail id ..... or failing him
- 2) ..... of ..... having e-mail id ..... or failing him
- 3) ..... of ..... having e-mail id .....

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **26<sup>th</sup> Annual General Meeting** of the Company, to be held on Monday, the 30<sup>th</sup> September, 2019 at 11:00 a.m. at 6A, Kiran Sankar Roy Road, 3<sup>rd</sup> Floor, Kolkata 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

\* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolutions No.	Particulars	For	Against
1.	Adoption of the audited financial statement of the Company for the financial year ended as on 31st March 2019, the reports of the Board of Directors and Auditors thereon.		
2.	Appointment of Director in place of Mr. Sanjay Sureka (DIN No: 00491454), who retires by rotation and being eligible, seeks re-appointment.		

3.	Re-appointment of Mr. Jayanta Sahu as Manager		
4.	Re-appointment of Mr. Pijush Mondal as Independent Director		

Signed this ..... day of ..... 2019.

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of the proxy holder

\_\_\_\_\_  
Signature of the proxy holder

\_\_\_\_\_  
Signature of the proxy holder

Affix Revenue Stamp of Rs. 1/-
---

**Notes:**

- 1) 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 48 hours before the commencement of the meeting.
- 2) A Proxy need not be a member of the Company and shall provide his identity at the time of attending the Meeting.
- 3) A person can act as a proxy on behalf of 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 shareholder.
- 4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- 5) In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
- 6) Undated proxy form will not be considered valid.

**ROUTE MAP**

