

# बंगाल केमिकल्स एण्ड फार्मास्यूटिकल्स लि०

(भारत सरकार का एक उपक्रम)

पंजीकृत कार्यालय : 6, गणेश चन्द्र एवेन्यू, कोलकाता-700 013

फोन : 033-2237-1525 / 26

कार्पोरेट आईडेंटिफिकेशन नं० : U24299WB1981GOI033489

ई-मेल : secretariat@bengalchemicals.co.in / bcplmdsecretariat@gmail.com

वेबसाइट : www.bengalchemicals.co.in



बी.सी.पी.एल.

# BENGAL CHEMICALS & PHARMACEUTICALS LTD.

(A Govt. of India Enterprise)

Registered Office : 6, Ganesh Chunder Avenue, Kolkata-700 013

Ph. : 2237-1525 / 26

Corporate Identification No. : U24299WB1981GOI033489

E-mail : secretariat@bengalchemicals.co.in / bcplmdsecretariat@gmail.com

Website : www.bengalchemicals.co.in

## NOTICE

Notice is hereby given to all the shareholders of Bengal Chemicals & Pharmaceuticals Limited that the 42<sup>nd</sup> Annual General Meeting of the Company is scheduled to be held on Tuesday, 26<sup>th</sup> September, 2023 at 13:00 Hrs at its Registered Office at 6, Ganesh Chunder Avenue, Kolkata 700013, both through Physical mode and through Video conferencing mode to transact the following business:-

### **Ordinary Business**

1. To consider and adopt the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2023 and the Reports of the Board of Directors and Auditors thereon.
2. To fix the remuneration of Statutory Auditors to be appointed by the Comptroller & Auditor General of India for the financial year 2023-24.

In terms of provisions of Section 142 of the Companies Act, 2013, the remuneration of the Auditors shall be fixed by the Company in General Meeting or in such manner as the Company in General Meeting may determine. Hence, it is proposed that the Members may authorize the Board to fix the remuneration of the Statutory Auditors of the Company for the Financial Year 2023-24, as may be deem fit.

### **Special Business:**

1. To approve the remuneration of the Cost Auditors of the Company for the Financial Year ending on 31<sup>st</sup> March, 2024 and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants, is appointed as Cost Auditor for conducting the Cost Audit of the Company, for the financial year 2023-24, at a total fee of Rs.70,000/- plus applicable taxes, excluding TA/DA and out of Pocket expenses, if any, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of Board of Directors

*PuJa Guin*

Puja Guin

Company Secretary

Date: 5/9/2023

Place: Kolkata

### **Maniktala Factory :**

164, Maniktala Main Road, Kolkata-700 054  
Telephone : 2320-4153 / 4157 / 4158, 2334-4154

E-mail : works\_mfy@bengalchemicals.co.in

### **Panihati Factory :**

4, B. T. Road, Kolkata - 700 114, (W.B.), 24 Pgs. (N)  
Telephone : 033 2553-4541 / 1924

E-mail : works\_pfy@bengalchemicals.co.in



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**NOTES:**

1. MCA vide its circular no. 10/2022 dated 28.12.2022, has directed that Companies may conduct Annual General Meeting through video conferencing mode on or before 30<sup>th</sup> September, 2023. The attendance of the Members attending the AGM through VC will also be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013
2. A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY IN WRITING DULY SIGNED BY HIM TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. Proxy Form in duplicate is attached herewith. It is requested that the members of the Company who wants to appoint his proxy, return the same duly filled, signed and stamped.
4. Proxy form which does not state the name of the proxy or undated shall not be considered valid.
5. Every Member entitled to vote at a meeting of the Company, or on any resolution to be moved thereat, shall be entitled during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company provided not less than three days' notice in writing of the intention so to inspect is given to the Company.
6. Members are requested to kindly notify the Company of any changes in their addresses/e-mail addresses so as to enable the Company to address future communication to their correct addresses.
7. The Shareholders may please write to the email-id companysecretary.bcpl@gmail.com for any queries/ complaints/ grievances.

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**Statement Pursuant To Section 102(1) of the Companies Act, 2013**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

**Item No. 1 of Special Business**

*M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants has been appointed as the Cost Auditor of the Company for the F.Y. 2023-2024, based on score achieved and fees quoted, as per the EOI floated for the selection of Cost Auditor.*

In terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors is to be ratified by the Shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 1 of Special Business of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending on 31<sup>st</sup> March, 2024.

None of the 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.1 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 1 of Special Business of the Notice for approval by the Members.

By Order of Board of Directors

Puja Guin  
Company Secretary

Date : 5/9/23

Place : Kolkata

**Maniktala Factory :**

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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]

CIN:

**U24299WB1981GOI033489**

Name of the company:

**Bengal Chemicals & Pharmaceuticals Ltd.**

Registered office:

**6, Ganesh Chunder Avenue, Kolkata - 700 013**

Name of the member(s):

Registered address:

E-mail Id:

Folio No/Client Id:

DP ID:

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

1. Name:

Address:

E-mail Id:

Signature: ....., or failing him

2. Name:

Address:

E-mail Id:

Signature: ....., or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at  
the 42<sup>nd</sup> Annual General Meeting of the Company, to be held on the 26<sup>th</sup> September,  
2023 at 13:00 Hrs. at Registered Office of the Company at 6 Ganesh Chunder  
Avenue Kolkata-700013 and at any adjournment thereof in respect of such  
resolution as are indicated below:

**Resolutions:**

**Ordinary Business**

1. To consider and adopt the audited financial statements of the Company for the  
year ended 31<sup>st</sup> March, 2023 and the Reports of the Board of Directors and  
Auditors thereon.

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2. To fix the remuneration of Statutory Auditors to be appointed by the Comptroller & Auditor General of India for the financial year 2023-24.

**Special Business:**

1. To approve the remuneration of the Cost Auditors of the Company for the Financial Year ending on 31<sup>st</sup> March, 2024.

Signed this .....day of ..... 2023

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 48 hours before the commencement of the Meeting.**

To

All Shareholders of BCPL

Copy to:

- All Directors of BCPL
- Secretary to the Govt. of India,  
Department of Pharmaceuticals  
Ministry of Chemicals & Fertilizers  
Shastri Bhawan, New Delhi-110001
- Statutory Auditor of the Company

By Order of Board of Directors

*Puja Guin*

Puja Guin

Company Secretary

Date : 5/9/23.

Place : Kolkata

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