

**Bengal Peerless Housing Development Company Limited**  
**Registered Office: 6/1A, Moira Street**  
**“Mangal Deep”, Ground Floor,**  
**Kolkata-700 017**

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Twenty Seventh Annual General Meeting (AGM) of the Members of the Company will be held on Friday, 27<sup>th</sup> August, 2021 at 4.00 p.m. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM) in conformity with the regulatory provisions, the circulars issued by the Ministry of Corporate Affairs (MCA), Government of India. Sit and venue of the meeting will be at the registered office at 6/1A, Moira Street, “Mangal Deep”, Ground Floor, Kolkata - 700017.

Agenda of the meeting are as follows:-

**Normal Business**


1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2021 and the Reports of the Board of Directors and the Auditors of the Company thereon.
2. To appoint a director in place of Shri Jayanta Roy (DIN: 00022191), who retires by rotation, and being eligible offers himself for re-appointment.
3. To appoint a director in place of Shri Patit Paban Ray, (DIN: 00022211), who retires by rotation and, being eligible, offers himself for re-appointment.
4. To declare dividend on equity shares for the financial year ended 31st March, 2021.

Registered Office:

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Date: 15<sup>th</sup> July, 2021

By Order of the Board



Ayan Sengupta  
Company Secretary and  
Assistant General Manager- Legal

**NOTE:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular no. 02/2021 dated January 13 2021 read with circular no. 20/2020 dated May 5 2020, circulars no. 14/2020 dated April 8 2020, circular no. 17/2020 dated April 13 2020 and circular no. 22/2020 dated June 15 2020 (collectively referred to as “MCACirculars”) permitted the holding of the AGM through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act and MCACirculars, the AGM of the Company is being held through VC /OAVM.
2. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes.
3. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company
4. Members attending the AGM through VC/OAVM shall be counted for reckoning the quorum under Section 103 of the Act.
5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
6. Pursuant to the Income-tax Act, 1961, as amended, dividend income is taxable in the hands of the Members with effect from 1st April, 2020 and the Company is required to deduct tax at source from such dividend at the prescribed rates. A communication providing information and detailed instructions with respect to tax on the Final Dividend for the financial year ended 31st March, 2021 is being sent separately to

the Members.

7. In case the recommended dividend is approved by the shareholders in the Annual General Meeting, the dividend will be paid to the equity shareholders, whose names appear in the Register of Members as on 20th August, 2021.
8. Rs. 44,400 lies with Unclaimed Dividend Account of the Company.
9. The Register of Members and Share Transfer Book will remain close from Friday, 20th August, 2021 to Friday, 27<sup>th</sup> August, 2021 (both days are inclusive).
10. The Statutory Registers maintained u/s 170 of the Companies Act, 2013 and Register u/s 189 of the Companies Act, 2013 will be available electronically for inspection by the members on prior request. Members seeking inspection of such document can send an email to [sec.dept@bengalpeerless.com](mailto:sec.dept@bengalpeerless.com).
11. The voting rights of Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on 20<sup>th</sup> August, 2021.
12. In case of Joint Holders, the Member whose name appears as first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

**INSTRUCTION FOR MEMBERS FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC/OAVM AS UNDER:**

1. Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and Members whomayliketoexpresstheirviewsor ask questions during the AGM may register themselves by writing us on [sec.dept@bengalpeerless.com](mailto:sec.dept@bengalpeerless.com).

The login details for joining the 27<sup>TH</sup> Annual General Meeting are as follows:

Topic: ANNUAL GENERAL MEETING

Time: Aug 27, 2021 04:00 PM India

Join Zoom Meeting

<https://us06web.zoom.us/j/84827812457?pwd=L3hkQkdNZnZXWEg5aXdFMlpsWmlwZz09>

Meeting ID: 848 2781 2457

Passcode: 252762

All Members are requested to maintain confidentiality of the above-mentioned log-in credentials and not to share the credential with any other person.

Further, the facility of joining AGM will be closed on expiry of 15 minutes after the schedule time of the AGM. Those Members who register themselves as speaker will only be allowed to express views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.

2. Members who need technical assistance before or during the Annual General Meeting can contact on [sec.dept@bengalpeerless.com](mailto:sec.dept@bengalpeerless.com) or Helpline No- 033 2281 2601/2602.
3. Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules, 2014 and amended thereafter, the Company is not required to provide e-voting facility to the members to cast and record their vote for General meetings.
4. In compliance with the MCA circulars and applicable provisions of the Companies Act, 2013 and rules made thereunder, the members will have a facility to vote on the proposed agenda matters of the Notice convening the AGM, through "Show of hands" as per section 107 of the Act, unless a demand for Poll is made by any member in accordance with section 109 of the Act.
5. During the meeting held through VC or OAVM facility, where a poll on any items is demanded, the members shall cast their vote on the resolutions only by e-mail through its registered e-mail address which is registered with the Company to [sec.dept@bengalpeerless.com](mailto:sec.dept@bengalpeerless.com). Poll papers in form MGT 12 along with the AGM Notice will be sent to the members and the members are requested to cast their vote on the proposed agenda matters as stated in the notice convening the AGM during the meeting and send it to [sec.dept@bengalpeerless.com](mailto:sec.dept@bengalpeerless.com) through your registered email address. In case poll is demanded and accepted by the Chairman, then Practicing Company Secretary Shri Saurabh Basu (Membership no-18686, CP No. 14347) will act as Scrutinizer. Along with external scrutinizer any one of the members present at the meeting may act as a joint scrutinizer as per para 9.4 of Secretarial Standard 2.

**6. Note for Non – Individual Shareholders and Custodians**

Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimensignature of the duly authorized signatory who is/are authorized to vote, to the Company in the mail id [sec.dept@bengalpeerless.com](mailto:sec.dept@bengalpeerless.com).

7. Members are encouraged to join the Meeting through Laptops for better experience.
8. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.