



# RANICHERRA TEA COMPANY LIMITED

Regd. Office : P.O. Matelli, Dist. Jalpaiguri, Pin - 735 223, Ph : 03562-242264



## RANICHERRA TEA GARDEN

P.O. & T.O. Sailihat, Jalpaiguri

Pin - 735 229

L01132WB1908PLC001893

### NOTICE OF AGM

Notice is hereby given that Annual General Meeting of the Company will be held on Saturday, 24<sup>th</sup> Day of June 2022 at 11.30 a.m. at Conference Hall at Ranicherra Tea Garden Inspection Bungalow P.O. Sailihat, Rly. Station Damdim (before New Mal Junction Rly. Station), Dist. Jalpaiguri- 735229 to transact the following business:

A) AS ORDINARY BUSINES:

1. To consider, approve and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on March 31, 2022, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on March 31, 2022 together with the Report of the Board of Directors and Auditors' thereon.
2. To consider the matter for re-appointment of Khandelwal Ray & Co, Chartered Accountants, retiring Auditors being eligible for re-appointment, have offered themselves to re-appointment and have also submitted consent & eligibility certificate for re-appointment and therefore if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the approval of members is hereby accorded to re-appoint Khandelwal Ray & Co., Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2027, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors”.

3. To appoint Director in place of Sri Tansukh Rae Goel, who retires and being eligible offers himself for re-appointment
4. To appoint Director in place of Sri Pradeep Kumar Goel, who retires and being eligible offers himself for re-appointment
5. To appoint Director in place of Sri S. K. Goel, who retires and being eligible offers himself for re-appointment
6. To Appoint Mr. Pradeep Kumar Goel, the Existing director as Managing Director & pass the following resolution if deem fit

“RESOLVED THAT pursuant to the provisions of sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013 and relevant rules made thereunder, including any statutory amendments or re-enactments thereof, and subject to such consent(s), approval(s) and permission(s) as may be necessary in this regard and subject to such conditions as may be

imposed by any authority while granting such consent(s), approval(s) and permission(s) and as are agreed to by the Nomination and Remuneration Committee & approved and adopted by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any committee thereof and any person authorized by the Board in this behalf), consent of the members be and is hereby accorded for the appointment of Mr. PRADEEP KUMAR GOEL (DIN: 00838875) as Managing Director of the company for a period of five years with effect from 01/07/2022, whose office shall not be liable to determination by retirement of directors by rotation, on the terms and conditions set out below:

**I. REMUNERATION**

**(a) BASIC SALARY**

The basic salary of Mr. Pradeep Kumar Goel shall be Rs. 100000/- per month with liberty and authority to the Board to fix the basic salary from time to time within the range of Rs. 100000 to Rs. 150000 per month. The changes in basic salary will be based on periodical increments linked with performance of the managing director.

**(b) INCENTIVE / COMMISSION -**

NIL

**II. PERQUISITES -**

NIL

**III. REMUNERATION IN THE EVENT OF LOSS OR INADEQUACY OF PROFITS**

Where in any financial year, the company has no profits or its profits are inadequate, the foregoing amount of remuneration shall be paid as per the applicable provisions of Schedule V to the Companies Act, 2013.

**NOTES:**

(a) Net profits for this purpose shall be as per computation of net profits under section 198 of the Companies Act, 2013.

(b) The yearly remuneration shall be within the overall limit prescribed under Schedule V to the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution and for matters connected therewith or incidental thereto."

Note: Draft notice was considered, adopted & approved by The Board in their meeting held on 30-05-2022.

By Order of the Board

**Registered Office:**

Matelli Bazar

P.O. Matelli

Dist. Jalpaiguri

West Bengal

PIN: 735223

RANICHERRA TEA CO. LTD.

*Tansukh Rae Goel*

Director

RANICHERRA TEA CO. LTD. (TANSUKH RAE GOEL)  
(Din No. 00838932)

*Pradeep Kumar Goel*

Director

(Pradeep Kumar Goel)

(Din No. 00838875)

Date: 01/06/2022