

**BADRIDAS INVESTMENT COMPANY LIMITED**  
Regd. Off. : `Nicco House`, 5<sup>th</sup> Floor, 2, Hare Street, Kolkata – 700 001  
**CIN : L67120WB1972PLC028566**  
**Tel. No.(033) 2248-9778/9529, Fax No.(033) 2210-1794**  
**Website : [www.badridasinvestmentco.com](http://www.badridasinvestmentco.com)**  
**E-mail ; [info@badridasinvestmentco.com](mailto:info@badridasinvestmentco.com)**

## **NOTICE**

**NOTICE** is hereby given that the 44<sup>th</sup> ANNUAL GENERAL MEETING of BADRIDAS INVESTMENT CO. LTD. will be held on Friday, the 30<sup>th</sup> day of September, 2016 at 10:00 A.M. at the Registered office of the Company at Nicco House, 5<sup>th</sup> Floor, 2, Hare Street, Kolkata – 700 001 to transact the following business :

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2016 together with the Reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mrs. Aruna Periwal (DIN : 00013686), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint Auditors and fix their remuneration :-

“RESOLVED THAT M/s. H.R. Agarwal & Associates, Chartered Accountants, (Registration No.323029E), be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company in consultation with the said Auditor.”

### **SPECIAL BUSINESS**

4. To adopt new set of Articles of Association of the Company as per the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution** :-

“RESOLVED THAT pursuant to the provisions of Section 5 and 14 of Companies Act, 2013 (‘the Act’), Schedule I made there under, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being

in force), the new set of Articles of Association of the Company, be and is hereby approved and adopted as new set of Articles of Association in the place of existing Articles of Association of the Company;

**RESOLVED FURTHER THAT** for the purpose of giving full effect to this resolution, the Board of Directors (‘the Board’) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

5. To revise remuneration of Mrs. Aruna Periwal (DIN: 00013686) as Managing Director and in this regard, to consider and if thought fit to pass the following resolution as an **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Companies ( Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to revision of remuneration of Mrs. Aruna Periwal (DIN:00013686) as Managing Director of the Company w.e.f 01.02.2016 and upto 31.12.2019 on the terms and conditions as detailed in the explanatory statement attached hereto which is hereby approved and sectioned with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said revised remuneration as it may deem fit and as may be acceptable to Mrs. Aruna Periwal , subject to the same not exceeding the limits specified under Schedule V to the Companies Act,2013 or any statutory modification(s) or re-enactment thereof.”

By Order of the Board  
For **Badridas Investment Co. Limited**

“Nicco House”, 5<sup>th</sup> Floor  
2, Hare Street  
Kolkata – 700 001  
CIN : L67120WB1972PLC028566  
(Phone) (033) 2248-9529/9778  
(Fax) (033) 2210-1794  
Website : badridasinvestmentco.com  
Email : info@badridasinvestmentco.com

Sd/-

(Shambhu Agarwal)  
Director

DIN : 00015736

Dated : 11th August, 2016

**Notes :**

1. *A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the Proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.*

*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.*

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of Meeting.
5. The Company has notified closure of Register of Members and Share Transfer Books from Friday 23<sup>rd</sup> September, 2016 to Friday, 30<sup>th</sup> September, 2016 both days inclusive.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company.
7. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar and Share Transfer Agent of the Company, for consolidation into a single folio.

8. 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.
9. Complete particulars of the venue of the meeting including route map and prominent land mark for easy location is enclosed for the convenience of the members. The same has also been hosted at the Website of the Company at [www.badridasinvestmentco.com](http://www.badridasinvestmentco.com)

## 10. **VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions 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) Amendment Rules, 2015 and Regulation 44 of the SEBI ( Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. **The process and manner for remote e-voting are as under :**
  - (i) The remote e-voting period commences on 27<sup>th</sup> September, 2016 (9:00 a.m.) and ends on 29<sup>th</sup> September, 2016 (5:00 p.m.). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member 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 Enter your User ID.
- For CDSL : 16 digits beneficiary ID,
  - For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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 with the depository or in the company records for your folio in dd/mm/yyyy format.
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> <li>➤ Please Enter the DOB or Bank Account Number in order to Login.</li> <li>➤ If both the details are not recorded with the depository or company then please enter the member-id/folio number in the Bank Account Number details field as mentioned in above instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.

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

- (xix) 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.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800 200 5533.
- (xx) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 29.09.2016 (5:00 p.m.). Please follow the instructions as prompted by the mobile app while voting on your mobile.
11. Institutional Members/Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at <asit@aklabh.com> with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 29<sup>th</sup> September, 2016 upto 5:00 pm without which the vote shall not be treated as valid.
  12. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2016. A person who is not a member as on cut off date should treat this notice for information purpose only.
  13. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / register of beneficial owners maintained by depositories as at closing hours of business on Friday, 12<sup>th</sup> August, 2016.
  14. The shareholders shall have one vote per equity share held by them as on the cut-off date of 23rd September, 2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
  15. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
  16. Notice of the Annual General Meeting along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company/Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
  17. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date of 23rd September, 2016 are requested

to send the written / email communication to the Company at [info@badridasinvestmentco.com](mailto:info@badridasinvestmentco.com) by mentioning their Folio No. /DP ID and Client ID to obtain the Login-ID and Password for e-voting.

18. Mr. Asit Kumar Labh, Practising Company Secretary, (ACS-32891/CP-14664), Kolkata has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 24 hrs. of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
19. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.badridasinvestmentco.com](http://www.badridasinvestmentco.com) and on the website of CDSL. The same will be communicated to the stock exchange viz. The Calcutta Stock Exchange Limited, where the shares of the company are listed.



**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS  
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 4**

The Articles of Association (“AoA”) of the Company is presently in force since the incorporation of the Company. The existing Articles of Association are in line with the erstwhile Companies Act 1956, which are thus no longer in full conformity with the Companies Act, 2013 (‘New Act’). With the coming into force of the Act several articles of the existing Articles of Association of the Company require alteration / deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles.

It is thus expedient to adopt new set of Articles of Association in place of existing Articles of Association of the Company instead of amending the Articles of Association by alteration/incorporation of provisions of the Companies Act, 2013. Hence the Board of Directors at its meeting held on 11.08.2016 decided to adopt new set of Articles in place of existing Articles of Association of the Company and seek shareholders’ approval for the same.

A copy of the proposed set of new Articles of Association of the Company would be available for inspection for the members at the Registered Office of the Company during the office hours on any working day, except Saturday, between 11:00 a.m. to 5:00 p.m.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The resolution at Item No.4 is recommended for the approval of the Members.

**ITEM NO. 5**

The Board of Directors at their meeting held on 29.01.2016 revised remuneration of Mrs. Aruna Periwal (DIN: 00013686) as the Managing Director of the Company w.e.f 01.02.2016, subject to approval of the Members of the Company at the ensuing 44<sup>th</sup> Annual General Meeting. The revised remuneration payable to Mrs. Aruna Periwal is within the limits prescribed in Schedule V of the Companies Act, 2013. The terms and conditions of his revised remuneration are set forth below:

**Revised Remuneration:**

- (a) Basic salary: Rs.60,000/- per month w.e.f. 01.02.2016 upto 31.12.2019. The revision in the terms is solely at the discretion of the management.

In the event of absence or inadequacy of profits in any financial year he shall be entitled to the above salary, perquisites, etc. as minimum remuneration.

**Statement giving information required under Part – II, Section II to the Schedule V of the Companies Act, 2013:**

I. General Information :

- (1) Nature of Business : Non-Banking Financial Company
- (2) Date or expected date of commencement of Commercial Production: The Company is engaged in Non-Banking Financial Company.
- (3) In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable, as the Company is an existing one.
- (4) Financial Performance based on given indicators: The Financial performance of the Company in relation to various indicators during the years 2014-15 and 2015-16 is given hereunder:

	2015-16	2014-15
Revenue from operations	2065877.00	9251789.47
Net Profit after Tax	(106577.92)	1317027.69
Dividend	-	-

- (5) Export performance and net foreign exchange collaborations: N.A.
- (6) Foreign Investments or collaborators, if any: None

II. Information about the appointee :

- (1) Background details: Mrs. Aruna Periwal, Managing Director, aged 71 years is an experienced entrepreneur involved in various business activities.
- (2) Past Remuneration: Mrs. Aruna Periwal has not been paid any remuneration in the past.
- (3) Recognition or awards : Nil
- (4) Job Profile and her suitability: Mrs. Aruna Periwal is the Managing Director of the Company. She looks after the day-to-day affairs of the Company and supervises the entire business functions of the Company reporting directly to the Board of Directors of the Company.

Please also note that the above remuneration is subject to approval of the members of the company in the general meeting.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The resolution at Item No.5 is recommended for the approval of the Members.

By Order of the Board  
For **Badridas Investment Co. Limited**

“Nicco House”, 5<sup>th</sup> Floor  
2, Hare Street  
Kolkata – 700 001  
CIN : L67120WB1972PLC028566  
(Phone) (033) 2248-9529/9778  
(Fax) (033) 2210-1794  
Website : [www.badridasinvestmentco.com](http://www.badridasinvestmentco.com)  
Email : [info@badridasinvestmentco.com](mailto:info@badridasinvestmentco.com)

Sd/-

(Shambhu Agarwal)  
Director  
DIN : 00015736

Dated : 11th August, 2016

Nicco House, Hare Street, BBD Bagh

**Nicco House**  
2, Hare Street, NICCO HOUSE, 4th Floor, Hare St  
BBD Bagh  
Kolkata, West Bengal 700001

SAVE NEARBY SEND TO YOUR PHONE SHARE

Add a missing place

At this location

**D & I Taxcon Services Pvt. Ltd.**  
Tax Department - Hare St

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**BADRIDAS INVESTMENT COMPANY LIMITED**  
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E-mail ; [info@badridasinvestmentco.com](mailto:info@badridasinvestmentco.com)

**ATTENDANCE SLIP**

Regd. Folio/DP-ID & Client ID	
Name and Address of The Shareholder	
Joint Holder(s)	
No. of shares held	

- 1) I hereby record my presence at the 44<sup>th</sup> Annual General Meeting of the Company being held on Friday, the 30<sup>th</sup> day of September, 2016 at 10:00 A.M. at the Registered office of the Company at Nicco House, 2 Hare Street, 5<sup>th</sup> Floor, Kolkata – 700 001.
- 2) Signature of the Shareholder / Proxy Present
- 3) Shareholder / Proxy holder wishing to attend the meeting must bring his / her copy of the Annual Report for reference at the meeting.

**PROXY FORM**  
**Form No. MGT-11**

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

CIN : L67120WB1972PLC028566

Name of the Company : **BADRIDAS INVESTMENT COMPANY LIMITED**

Registered Office : **`Nicco House', 5<sup>th</sup> Floor, 2, Hare Street, Kolkata – 700 001**

Name of the Member (s) :	
Registered Address :	
E-mail ID :	
Folio No./Client ID :	
DP ID :	

I/We, being the member(s), holding.....shares of the above named company, hereby appoint :	
(1) Name .....	Address.....
E-mail ID.....	Signature.....or failing him/her,
(2) Name .....	Address.....
E-mail ID.....	Signature.....or failing him/her,
(3) Name .....	Address.....
E-mail ID.....	Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44<sup>th</sup> Annual General Meeting of the Company being held on Friday, the 30<sup>th</sup> day of September, 2016 at 10:00 A.M. at the Registered office of the Company at Nicco House, 2 Hare Street, 5<sup>th</sup> Floor, Kolkata – 700 001, and at any adjournment thereof in respect of such resolution as are indicated below :

<b>Resolution No.</b>	<b>Resolutions</b>
<b>Ordinary Business</b>	
1.	Adoption of Audited financial statements of the Company for the year Ended 31.03.2016
2.	Appointment of Director in place of Mrs. Aruna Periwal (DIN:00013686) Who retires by rotation and being eligible, seeks re-appointment.
3.	Re-appointment of Auditors & fixation of their remuneration.
<b>Special Business</b>	
4.	Adoption of new set of Articles of Association of the Company in place of the existing one.
5.	Confirmation of Remuneration of Mrs. Aruna Periwal, Managing Director of the Company.

Signed this ..... day of ..... 2016

Signature of Shareholder(s) .....

Signature of Proxy holder(s) .....

Affix Revenue  
Stamp

**Note:**

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. For the RESOLUTIONS, Explanatory Statement and Notes please refer to the Notice of the Annual General Meeting.

## Ballot Paper

Sr.No.....

Name of the Company : BADRIDAS INVESTMENT COMPANY LTD.  Registered Office : “Nicco House”, 5 <sup>th</sup> Floor, 2, Hare Street, Kolkata -700 001  CIN : L67120WB1972PLC028566				
<b>BALLOT PAPER FOR 44<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY THE 30<sup>th</sup> SEPTEMBER, 2016 AT NICCO HOUSE, 5<sup>TH</sup> FLOOR, 2, HARE STREET, KOLKATA AT 10:00 AM OR ANY ADJOURNMENT THEREOF</b>				
<b>Sr. No</b>	<b>Particulars</b>	<b>Details</b>		
1.	Name of the First Named shareholder (in block letters )			
2.	Postal address			
3.	Registered folio no./ *DPID and Client ID No. (*Applicable to investors holding shares in dematerialized form)			
4.	Class of Share	Equity		
5.	No. of Shares			
I hereby exercise my vote in respect of Ordinary/ Special Resolution enumerated below by recording my assent or dissent by placing tick (√) mark at the appropriate Box to the said resolution:				
<b>No.</b>	<b>Item No.</b>	<b>No. of shares held by me</b>	<b>I assent to the resolution</b>	<b>I dissent from the resolution</b>
<b>ORDINARY BUSINESS</b>				
1.	Adoption of Audited financial statements of the Company for the year ended 31.03.2016 together with the Reports of the Directors’ and Auditors’ thereon.			
2.	Re-appointment of Mrs. Aruna Periwal (DIN 00013686) who retires by rotation and being eligible offers herself for re-appointment.			

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3.	Appointment of Auditors			
	<b><u>SPECIAL BUSINESS</u></b>			
4.	Adoption of new set of Articles of Association of the Company in place of existing one.			
5.	Confirmation of Remuneration of Mrs. Aruna Periwai, Managing Director of the Company			
Place :				
Date :				
( Signature of the shareholder )				

**Note:** a) Kindly note that total No. of Votes should be equal to the number of Shares held.

b) In case of Corporate Shareholder, a certified copy of the resolution of the Corporate Shareholder attesting the signature of the authorized person casting the vote should be attached.



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**(ANNEXURE TO THE NOTICE FOR THE ANNUAL GENERAL MEETING OF THE  
COMPANY TO BE HELD ON 30-09-2016)**

Name & Registered Address  
of Sole/First named Member:

Joint Holders Name (If any):

Folio No. / DP ID & Client ID:

No. of Equity Shares Held:

Dear Shareholder,

**Subject: Process and manner for availing E-voting facility:**

Pursuant to Provisions 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) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Friday, the 30<sup>th</sup> day of September, 2016 at 10:00 A.M. at the Registered office of the Company at Nicco House, 5<sup>th</sup> Floor, 2, Hare Street, Kolkata – 700 001 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>

The Electronic Voting Particulars are set out below:

EVSN  (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
160812012		

The E-voting facility will be available during the following voting period:

<u>Remote e-Voting Start On</u>	<u>Remote e-Voting End On</u>
27th September, 2016 at 9.00 A.M. (IST)	29th September, 2016 at 5.00 P.M.(IST)

Please read the instructions mentioned in the Notes of the AGM Notice before exercising your vote.

By Order of the Board  
For **Badridas Investment Co. Limited**

Sd/-  
(Shambhu Agarwal)  
Director

Date : 11-08-2016

Place : Kolkata

Encl: AGM Notice / Attendance Slip / Proxy Form / Ballot Form