

# BHARTIA SONS LIMITED

CIN: L15205WB1944PLC011711

Phone: 22481143 / 1374 / 6007  
Fax: (033) 22435068

Registered Office: 12, Government Place East, Kolkata-700069, WB India

Email: [bhartiasons@gmail.com](mailto:bhartiasons@gmail.com)

Website: [www.bhartiasons.in](http://www.bhartiasons.in)

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 76<sup>th</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF BHARTIA SONS LIMITED, HELD AT 12, GOVERNMENT PLACE EAST, KOLKATA- 700069 ON 30<sup>th</sup> DECEMBER, 2020 FROM 11.00 A.M to 11.45 A.M.

**APPOINTMENT OF MR. PRANAB BHATTACHARYA (DIN: 08720750), AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

“RESOLVED THAT pursuant to the provisions of sections 149, 152, read with schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) , Mr. PRANAB BHATTACHARYA (DIN: 08720750) who was appointed as an Additional Director of the Company with effect from 06.03.2020, by the Board of Directors and whose terms of office expires at the Annual General Meeting and in respect of whom the company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director , be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five years for a term up to the conclusion of the 81<sup>ST</sup> Annual General Meeting of the Company in the calendar year 2025.”

For **Bhartia Sons Limited**



**(Mohit Srivastava)**  
**Company Secretary**

Date: 27<sup>TH</sup> January, 2021

Place: Kolkata



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## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No.1 of Special Business

The Company in its Board of Directors Meeting on 06.03.2020 has appointed Mr. Pranab Bhattacharya (DIN: 08720750), as an Additional Director and whose terms expire at this Annual General Meeting and being eligible he has offered himself for appointment as an Independent Director of the Company

The Board of Directors proposed the appointment of Mr. Pranab Bhattacharya (DIN: 08720750) at the ensuing Annual General Meeting of the Company as an Independent Director under Section 149 of the Act, not liable to retire by rotation, to hold office for five years for a term up to the conclusion of the 81<sup>st</sup> Annual General Meeting of the Company in the calendar year 2025.


Mr. Pranab Bhattacharya (DIN: 08720750) has declared to the Company that he meets the criteria of independence as provided under section 149(6) of the Act. Notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company.

The terms and conditions of appointment of the above Director shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board recommends availing the service of Mr. Pranab Bhattacharya (DIN: 08720750) as an Independent Director and hence recommending the shareholders for passing of the resolution of his appointment as an Independent Director.

Except Mr. Pranab Bhattacharya (DIN: 08720750), none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Ordinary Resolution set out in Item no.1 of Special Business of the Notice.

For **Bhartia Sons Limited**

  
(Mohit Srivastava)  
Company Secretary



Date: 27<sup>th</sup> January, 2021  
Place: Kolkata