



## Dey's Medical Stores (Manufacturing) Limited

### DEY'S MEDICAL STORES (MANUFACTURING) LTD.

CIN : U24232WB1957PLC023528

REGISTERED OFFICE: 62 BONDEL ROAD, KOLKATA – 700 019

Phone : 033 2973-0440/2973-0441 e-mail : dmsml@deysmedical.com

website : www.deysmedical.com

#### NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixty-third Annual General Meeting of the Members of the Company will be held on Monday, 14th December, 2020 at 8, Rifle Range Road, Kolkata 700019, at 3.00 P.M. to transact the following business :

#### AS ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31<sup>st</sup> March 2020 and report of the Board of Directors and Auditors thereon.
2. To declare Dividend on Equity Shares of the Company.
3. To appoint a Director in place of Mr. Sourendro Prosad Saha (DIN 01927506), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Nundy Roy & Co., Chartered Accountants (Firm Regn. No,301049E) as Auditor of the Company for a period of five years from the conclusion of Sixty-third Annual General Meeting upto the conclusion of Sixty-eight Annual General Meeting of the Company and to fix remuneration.

#### AS SPECIAL BUSINESS

5. To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 148(3) of the Companies Act 2013 remuneration of Rs. 1,00,000/- plus applicable GST, payable to M/s DGM & Associates, Cost Accountants, as Cost Auditor for conducting Cost Audit of the Pharmaceutical Products of the Company for the Financial year 2020-2021 be and is hereby ratified."

By Order of the Board

Registered Office :  
62, Bondel Road  
Kolkata- 700 019  
Date : 5<sup>th</sup> November, 2020

(Goutam Dey)  
Managing Director  
DIN : 01277238

**Notes:**

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company.**
2. **Proxy in order to be effective must be received by the Company not less than 48 hours before the commencement of the meeting. Person appointed as proxies can act on behalf of members not exceeding 50 and not holding more than 10% of the paid up share capital. A member holding more than 10% of the paid up share capital, carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.**
3. In terms of Section 124(5) and 124(6) of the Companies Act 2013, any dividend remaining unpaid/unclaimed for a period of Seven years from the date of transfer to Unpaid Dividend Account is required to be transferred to the "Investors Education and Protection Fund", set up by the Central Government.

Dividend for the financial years up to to 31st March, 2012 which remained unpaid or unclaimed for seven years, have been transferred to the Investor's Education and Protection Fund of the Central Government pursuant to the amended provisions of Section 124(5) of the Companies Act 2013. It may be noted that once the unclaimed dividend amount is transferred to the fund, the same cannot be claimed by the shareholders from the Company, shareholders who have not encashed their dividend warrants for the financial year ended 31st March, 2013 or any subsequent years are requested to claim the same from the Company.

The attention of the shareholders is also invited to the provision of Section 124(6) of the Companies Act 2013, in terms of which all shares for which dividend warrant remain unpaid/unclaimed for a continuous period of seven years shall also be required to be transferred to the investor education and protection fund (IEPF). Accordingly shares for which dividend remained unpaid for a continuous period of seven years upto 31st March 2012, have been transferred to IEPF authority.

4. Pursuant to the provisions of Section 72 of the Companies Act 2013, members may send their nomination Form No. SH-13 attached herewith.
5. An Explanatory Statement Pursuant to Section 102 of the Companies Act 2013, relating to the Special Business to be transacted at this Annual General Meeting is annexed herewith.





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6. Corporate members intending to exercise voting power at the Annual General Meeting through their representatives should forward a certified copy of their Board Resolution before the date of the meeting.
7. Dividend, if declared at the Annual General Meeting, will be paid within 30 days from the date of AGM to those shareholders whose names appear in the Company's Registrar of Members on record date i.e. 14th December, 2020.
8. The members holding shares in physical form, are requested to intimate any change in their address or bank details to the Company or Registrar and Share Transfer Agent MAHESHWARI DATAMATICS PRIVATE LIMITED, 23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700001. Those holding shares in dematerialised form may intimate any change in their addresses or bank details/ mandates to their Depository Participants immediately.
9. Members desirous of obtaining any information concerning Accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the meeting so that information required may be made available at the meeting.
10. The company has connectivity from NSDL. Any query in any matters relating to dematerialisation of shares may be addressed to Registrar and Share Transfer Agent.
11. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days except Saturday between 11 a.m. to 1 p.m.

**EXPLANATORY STATEMENT**

(Pursuant to Section 102 of the Companies Act, 2013)

**Item No. 5**

Item No.5

Section 148(3) of the Companies Act 2013 and Rule 14 of the Companies (Audit and Auditors) Rules 2014, requires ratification of remuneration payable to the Cost Auditors for audit of Cost Accounts of Pharmaceutical Products by members of the Company. For the financial Year 2020-2021, the Board of Directors of the Company appointed M/s. DGM & Associates, Cost Accountants, as Cost Auditor of the Company at a remuneration of Rs.1,00,000/-, plus applicable GST.

None of the Directors, Key Managerial Personnel and their relatives is interested in this resolution.

The Board recommends the resolution for approval of the members.

By Order of the Board

Registered Office :

62, Bondel Road

Kolkata - 700 019

Date : 5<sup>th</sup> November, 2020

(Gautam Dey)

Managing Director

DIN : 01277238