

NIPPON COMMERCIAL CO LTD

19/20, Trinath Building, GC-19, Narayantala, West Kolkata-700059

Email:- Delhi.mercury@gmail.com, Contact No.- 011-41640607

(CIN: L29193WB1983PLC035760)

NOTICE

Notice is hereby given that the 42nd Annual General Meeting of the **NIPPON COMMERCIAL CO LTD** will be held on Monday, September 30, 2024 at 12:30 p.m. at the registered address of the Company **19/20, Trinath Building, GC-19, Narayantala, West Kolkata-700059** to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as on 31st March, 2024 and the Statement of Profit & Loss for the year ended on that date together with the report of Directors and Auditors thereon.
2. To appoint Mr. Radha Kishan Gupta (DIN: 00087165), The Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. Other Business, if any.

Place: New Delhi

Date: 03.09.2024

By order of the Board
for **NIPPON COMMERCIAL CO LTD**

SADASIVAN POLAKANDATHIL
JANARDHANAN
Whole Time Director
DIN: 01910967

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. 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, PROVIDED THAT THE PERSON DOES NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
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. Only bonafide members of the Company whose name appear on the Register of Members / Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
4. In order to enable us to register your attendance at the venue of the Annual General Meeting (AGM), we request you to please bring your folio number/ demat account number / DP ID Client to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.
5. In case of Joint Shareholders attending the meeting, only such joint share holder who is higher in the order of names will be entitled to vote.
6. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.
7. The Registers under the Companies Act, 2013 will be available for inspection at the registered office of the Company during business hours between 11.00 am to 1.00 pm except on holidays. The said Registers will also be available for inspection by the Members at the 42nd Annual General Meeting.

8. The notice of the 42nd Annual General Meeting along with the Annual Report 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may please note that this Notice and Annual Report 2023-24 will also be available on the Company's website www.nipponcommercial.in. Members who have not registered their e-mail address with the Company are requested to submit their valid e-mail address to the Company.
9. The Register of Member and Share Transfer Books of the Company will remain closed from September 24, 2024 to September 30, 2024 (both days inclusive).
10. The cut-off date is September 23, 2024 for the purpose for determining the eligibility of the shareholders to vote by electronics means or in general meeting of the company personally.

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Form No. MGT-11

Proxy form

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

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

Name: _____ E-mail ID:

Address: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Monday, September 30, 2024 at 12:30 p.m. at the registered address of the Company **19/20, Trinath Building, GC-19, Narayantala, West Kolkata-700059** or at any adjournment thereof in respect of such resolutions as are indicated below:

1. **“RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and the Auditors thereon, as circulated to the members, be and are hereby considered and adopted.

ASSENT DISSENT

2. **“RESOLVED THAT** pursuant to the Articles of Association of the Company and with the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Radha Kishan Gupta (DIN: 00087165) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

ASSENT DISSENT

Affix Revenue Stamps

Signed this..... day of..... 2024

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the corporate office of the Company before the commencement of the Meeting.

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ATTNEDANCE SLIP

(TO BE PRESENTED AT THE ENTRANCE)

**Annual General Meeting Held on Monday, September 30, 2024, AT 12:30 p.m. at
19/20, Trinath Building, GC-19, Narayantala, West Kolkata-700059**

**PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND
HAND IT OVER AT THE ENTRANCE**

Joint shareholders may obtain additional Slip at the venue of the meeting

Folio No. _____ DP ID No. _____ Client ID No.

Name of the Member _____ Signature

Name of the
Proxyholder _____ Signature _____

1. Only Member / Proxy holder can attend the Meeting.
2. Member / Proxy holder should bring his / her copy at the Annual Report for reference at the Meeting.

ROUTE MAP OF MEETING

