

BIJNI DOOARS TEA COMPANY LIMITED

CIN : L70109WB1916PLC002698

Registered Office : 'SHANTINIKETAN', (4th Floor, Suite No. 1 B), 8, CAMAC STREET,
KOLKATA 700 017, Phone No. : 033-22829303

Email-bijnidooars@gmail.com

ANNEXURE TO THE NOTICE DATED 12th AUGUST, 2022 OF THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 29th SEPTEMBER, 2022

1. Name and Registered :
Address of the Sole/First
named Member
2. Name of the Joint Holder(s):
(if any)
3. Registered Folio No./ :
DP ID & Client ID No.
(*applicable to investors holding
equity shares in demat form)
4. No. of Equity Share(s) held :

Dear Shareholders,

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, 2022 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 Thursday, 29th September, 2022 at 11.00 A.M. at **SHANTINIKETAN, 8 CAMAC STREET, 4th FLOOR, SUITE NO. 1B , KOLKATA-700017** 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 particulars of Remote E- voting are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
220823049		

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

Remote e-Voting Start On	Remote e-Voting End On
26th September, 2022 at 10:00 A.M. (IST)	28th September, 2022 at 05:00 P.M. (IST)

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

By Order of the Board
For Bijni Dooars Tea Company Ltd

Place: Kolkata
Date: 23rd day of August, 2022

Sd/-
(Surendra Kumar Nahata)
Managing Director
DIN : 00025510

Encl: AGM Notice / Attendance Slip / Proxy Form

BIJNI DOOARS TEA COMPANY LIMITED

Registered Office: 'SHANTINIKETAN' (4th Floor, Suite No 1B)
8, CAMAC STREET, KOLKATA 700 017
CIN NO: L70109WB1916PLC002698
Phone No.: 033 2282 9303 , E.mail : bijnidooars@gmail.com

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of the Members of **BIJNI DOOARS TEA COMPANY LIMITED** will be held at the Registered Office of the Company at "Shantiniketan", 4th Floor, Suite No. 1B, 8, Camac Street, Kolkata – 700 017 on Thursday, the 29th day of September, 2022 at 11.00 A.M.to transact the following business:

AGENDA

1. To receive, consider and adopt the Accounts and Balance Sheet and the reports of the Directors and Auditors for the year ended 31st March, 2022.
2. To appoint a Director in place of Sri Sharad Nahata (DIN 02725654) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors and to fix their remuneration and in connection therewith to consider and if thought fit to pass with our without modification (s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions of the Companies Act 2013 and the Rules made thereunder as amended from time to time M/s M. C. Jain & Co, Chartered Accountant (Firm Registration No: 304012E) be and are hereby appointed as the Statutory Auditors of the Company for audit of financial year 2022-23 who will hold office for a period of 5 (five years) on a remuneration to be mutually decided by the Board and the Auditors."

SPECIAL BUSINESS

To consider and if thought fit to pass with or without modification(s), the following resolutions as Ordinary Resolutions:

4. **Change in Designation of Shri Vijay Kumar Nahata (DIN: 00599189) from Executive Director to Whole Time Director.**

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors and provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Schedule V thereto and the Rules made thereunder, (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force, the consent of the members of the Company be and is hereby accorded to the change in designation of Shri Vijay Kumar Nahata (DIN: 00599189) from Executive Director to Whole Time Director for a period of 5 (five years) effective from 01.01.2022 on the terms of remuneration set out in the explanatory statement annexed hereto which shall be deemed to form part hereof and in the event of inadequacy or absence of profits under Sections 197 and 198 of the said Act in any financial year or years, the remuneration comprising salary, perquisites, allowances and benefits, as approved herein be paid as minimum remuneration to the said Whole time Director."

5. Appointment of the firm of Messrs Panchiram Nahata as Consultant of the Company

“RESOLVED THAT in conformity with the provisions of Section 188 of the Companies Act, 2013, consent of the Company be and is hereby accorded to the firm of Messrs Panchiram Nahata in which firm two of the Directors of the Company are partners for holding with effect from 01st day of October, 2022 for a period of 5 (five) years an office or place of profit under the Company on a commission @ 1% on the gross sales and on other terms and condition contained in the draft agreement duly approved by the Board of Directors of the Company and initialed by the Chairman thereof for the purpose of indentification and submitted to the meeting and the said agreement be and is hereby approved and any two of the Directors of the Company be and are hereby authorized to sign and execute the said agreement for and on behalf of the Company and to affix the common seal of the Company thereon”.

By Order of the Board
For **Bijni Dooars Tea Company Ltd.**

Sd/-
Surendra Kumar Nahata
Managing Director
DIN: 00025510

Place: Kolkata
Date: The 12th August, 2022

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER. AN INSTRUMENT APPOINTING A PROXY SHALL BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING OF THE COMPANY.

In terms of Section 105 of the Companies Act, 2013 and Rules framed there under, a person can act as a proxy on behalf of the Members not exceeding fifty and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

In case of joint holders attending the meeting, only such joint holders who is higher in the order of the names will be entitled to vote.

2. Pursuant to Section 113 of the Companies Act, 2013 and Rules framed there under, the corporate members intending to send their authorized representatives to attend the AGM are requested to send to the Company, a certified copy of the Board Resolution and Power of Attorney ,if any, authorizing their representative(s) to attend and vote on their behalf at the AGM.
3. Members are requested to note that under section 124 of Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Second Amendment Rules, 2021 (IEPF Rules) the amount of Dividend if any unpaid or unclaimed for a period of 7 (seven) years from the due date is required to be transferred to Investor Education and Protection Fund (IEPF) constituted by the Central Government of India. Further, all shares in respect of which dividend remain unclaimed for 7 consecutive years or more, are also required to be transferred to the IEPF.

The Company had accordingly transferred Dividend pertaining to the Financial Year 2013-14 to the IEPF within the stipulated time period. The unclaimed Dividend in respect of financial year 2014-15 is due for transfer to the IEPF on 04.11.2022. Further, no claim shall lie against the Company in respect of any amount of unpaid dividend transferred to IEPF after completion of seven years or the said fund after the said transfer.

Dividend for the year	Type of Dividend	Date of declaration of dividend	Last date for claiming Unpaid Dividend
2014-15	Final	28.09.2015	04.11.2022
2015-16	Interim	09.03.2016	15.04.2023
2016-17	Final	20.09.2017	27.10.2024
2017-18	Final	29.09.2018	05.11.2025
2018-19	Final	28.09.2019	04.11.2026
2020-21	Final	21.12.2021	27.01.2029

Members who have neither received nor encashed their dividend warrant(s) / drafts(s) for the financial year 2014-15 or subsequent years, are requested to write to the Company, mentioning the relevant Folio number or DP ID and Client ID, and bank account details for payment of unpaid dividend through NEFT.

4. Members holding shares in physical mode are requested to immediately notify any change in their address along with self-attested copy of address proof i.e., Aadhaar Card / Electricity Bill / Telephone Bill / Driving License / Passport / Bank Pass Book particulars to the Company or its RTA and in case their shares are held in dematerialized mode, this information should be notified / submitted directly to their respective DPs.
5. Any Member desirous of receiving any information on the Financial Statements or operations of the Company is requested to forward his / her queries to the Company at the Registered Office at least seven working days prior to the AGM, so that the required information can be available at the AGM.
6. Members holding shares in physical form can now avail the facility of nomination in respect of shares held by them Pursuant to Section 72 of the Companies Act, 2013 and Rule 19 of the Companies (Share Capital and Debentures) Amendment Rules, 2021. The prescribed Form (Form SH 13) can be obtained from the Company. Members desirous to avail this facility, may send their Nomination Form (in duplicate) duly filled in, to the Company or its Registrar and Share Transfer Agent (RTA) M/s Niche Technologies Pvt. Ltd. of 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017 by quoting their respective Folio Numbers.
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 write to the Company's RTA enclosing their share certificates to enable the Company to consolidate their holdings into a single folio.
8. Shareholders are requested to take immediate action to Demat their shares to avail easy liquidity since trading of shares of the Company are under compulsory demat mode as per the Regulation of SEBI and also to prevent any loss of physical Share Certificate (if already complied with, please ignore this).

9. The Ministry of Corporate Affairs (MCA), Government of India has introduced “Green Initiative in Corporate Governance” by allowing paperless compliances by the Companies for service of documents to their Members through the electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013 and Rules framed there under.
- Members who have not registered their e-mail id are requested to communicate the same to the Company or its RTA for receiving all communications including annual reports, notices, circulars etc .from the Company electronically.
10. Members are requested to bring and produce the Attendance Slip duly signed as per the specimen signature recorded with the Company / DPs for attending the AGM.
11. Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with regulation 42(5) of the Listing Regulations, the Register of Members and Share Transfer Book of the Company will be closed from 23rd September 2022 to 29th September,2022 (both days .inclusive).

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4: Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 31st day of December, 2021 has changed designation of Shri Vijay Kumar Nahata (DIN: 00599189) from Executive Director to Whole Time Director of the Company for a period of 5 (five) years with effect from 01.01.2022 and entrusted the Remuneration Committee comprising of three Directors out of which two are Independent Directors to formally recommend terms, conditions and remuneration payable to Sri Vijay Kumar Nahata (DIN 00599189) as Whole Time Director of the Company with effect from 1st day of January, 2022 for a period of 5 (five) years. On advice of the said Committee the Board approved the terms, conditions and remuneration contained in the agreement as aforesaid subject to approval of the Shareholders of the Company.

Sri Vijay Kumar Nahata is a seasoned Tea Planter for 32 years having allround and deep knowledge in Plantation, Manufacturing, Marketing, Finance and Administration. The appointment of Sri Vijay Kumar Nahata as Whole Time Director of the Company is appropriate and in the best interest of the Company.

This resolution is placed before the Members for their consideration and approval.

Profile of Shri Vijay Kumar Nahata

Name of the Director	Shri Vijay Kumar Nahata
Date of Birth	09.10.1962
Director Identification No.	00599189
Date of Appointment to the Board	25.08.2005
Qualification	Graduate
Experience / expertise	32 years
No. of Shares held in the Company	63650
Chairmanship/Membership of Committee in this Company	NIL
Directorship in other Public Limited Companies	Finance Exchange (India) Ltd
Chairmanship/Membership of Committees in other Public Limited Companies	Finance Exchange (India) Ltd
Relation between directors inter-se	Related Party of Promoter group.

Period of Appointment: 5 years with effect from 01st January, 2022.

Terms and Conditions:

1. **Salary:** Rs.1,50,000/- per month with an annual increment of Rs. 10,000/- per month for each year.
2. **Commission:** 1% on the net profits of the Company, computed in manner laid down in Section 198 of the Companies Act, 2013.
3. **Perquisites:**
 - (a) **Housing:** This is subject to a ceiling of 60% of salary. The expenditure incurred by the Company on gas, electricity, water and furnishing shall be valued as per the Income Tax Rules, 1962, subject to a ceiling of ten percent of the salary.
 - (b) **Medical reimbursement:** Reimbursement of expenses actually incurred for self and family subject to ceiling of the one month's salary in a year or three month's salary over a period of three years.
 - (c) **Leave Travel:** For self and family once in a year incurred in accordance with Company Rules.
 - (d) **Club Fees:** Fees for club subject to maximum of two clubs. This will not include admission and life membership fees.
 - (e) **Personal Accident Insurance:** Personal Accident Insurance of the amount, the annual premium of which does not exceed Rs.5,000/- per annum.
 - (f) **P. F. Contribution :** Company's contribution to Provident Fund not exceeding 12% of the salary or such percentage/amount as prescribed by government from time to time.
 - (g) **Gratuity:** Not exceeding half month's salary for each completed year of service, or such percentage / amount as prescribed by government from time to time.
 - (h) **Car / Telephone:** Free use of Company's car with driver and free telephone facility at residence for the business purpose of Company shall be allowed or expenses shall be reimbursed.
 - (i) **Leave:** On full pay and allowance as per rules of the Company but not exceeding one month's leave per eleven months of service.
 - (j) **Entertainment Allowance:** Entitled to actual entertainment expenses incurred for the purpose of business of the Company.

Minimum Remuneration:

In the event of absence or inadequacy of profits in any financial year the minimum remuneration

by way of salary and perquisites and any other perquisites payable to Shri Vijay Kumar Nahata (DIN:00599189) as Whole Time Director will be governed by Schedule V of the Companies Act, 2013 based on the effective capital of the Company.

A relevant agreement executed in between the Company and said Shri Vijay Kumar Nahata (DIN 00599189), Whole Time Director shall be available for inspection of the Members at the Registered Office of the Company on any working day and shall also be placed before the meeting.

Shri Vijay Kumar Nahata (DIN 00599189) is interested in the above resolution to the extent of remuneration and perquisites proposed to him. No other Directors are interested in the resolution but it may be mentioned that Shri Surendra Kumar Nahata (DIN: 00025510) and Shri Sharad Nahata (DIN 02725654) are in relation of Shri Vijay Kumar Nahata (DIN 00599189).

The Board of Directors of your Company recommends the resolution for your approval.

Item No: 5 The above resolution is self explanatory. The firm of Messrs. Panchiram Nahata duly approved by the Members of the Company were appointed Agents of the Company for a period of 5 (five) years which would expire on 30th September, 2022. The said firm, if approved by Members will act as Consultant of the Company. The appointment does not require the approval of Central. Govt. as it does not attract the provisions of Section 188 of the Companies Act, 2013.

The Board of Directors have re-appointed the firm on the terms and conditions and on remuneration on the basis of previous agreement for a period of 5 (five) years with effect from 01st day of October, 2022.

Shri Surendra Kumar Nahata, Managing Director and Shri Vijay Kumar Nahata, Whole Time Director are interested in the firm of Messrs. Panchiram Nahata as partners. No other Director are interested. The said firm provides valuable advices on Agriculture, New Plantation, Water Management, Scientific methods of Pests and Weed Management in Tea Plantation etc.

A copy of the said draft agreement to be entered into with Messrs Panchiram Nahata shall be available for inspection for the members at the Registered Office of the Company between 10.30 A.M. till 7.00 P.M. from Monday to Friday and from 10.30 A.M. till 2.30 P.M. on Saturday (except scheduled holidays under the Negotiable Instruments Act) till 28th September ,2022.

The Board of Directors of your Company recommends the resolution for your approval.

12 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 – voting shall be able to exercise their right at the meeting through ballot paper. The members who have

cast their vote by remote –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:

Step1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The remote e-voting period commences on 26th September, 2022 (10:00 A.M.) and ends on 28th September, 2022 (5:00P.M.) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September,2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below

Type of shareholders	Login Method
----------------------	--------------

<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under

	<p>'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form

- 1) The shareholders should log on to the e-voting website www.evotingindia.com
- 2) Click on "Shareholders" module
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN of BIJNI DOOARS TEA CO. LTD. which is 220823049.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details
- (xii) 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
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be

made available to scrutinizer for verification
(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User 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 linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at bijnidooars@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.

13. 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 dipanjanfca@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 28th September 2022, upto 5:00 P. M. without which the vote shall not be treated as valid.
14. 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 22nd September, 2022. A person who is not a member as on cut-off date should treat this notice for information

- purpose only.
15. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficiary owners as at closing hours of business on 19th August, 2022.
 16. The shareholders shall have one vote per equity share held by them as on the cut-off date of 22nd September, 2022. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 17. 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 22nd September, 2022, and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
 18. Notice of the AGM 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.
 19. 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 i.e. 22nd September, 2022, are requested to send the written / email communication to the Company at bijnidoors@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
 20. Mr. Kajal Kumar Guha Roy of M/s Pal & Roy, Chartered Accountants (Registration Number 302210E) 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 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Managing Director of the Company or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
 21. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same will be communicated to the listed stock exchange viz. The Calcutta Stock Exchange Limited.

By Order of the Board
For **Bijni Doors Tea Company Ltd.**

Place: Kolkata
Date :The 12th Day of August, 2022

Sd/-
Surendra Kumar Nahata
Managing Director
DIN: 00025510

Venue of the Annual General Meeting as per above Notice is attached separately marked as Annexure "A"

BIJNI DOOARS TEA COMPANY LIMITED

CIN NO: L70109WB1916PLC002698

Registered Office: 'SHANTINIKETAN'

(4th Floor, Suite No. 1 B)

8, CAMAC STREET, KOLKATA 700 017

Phone No.033-22829303, Email-bijnidoors@gmail.com

ATTENDANCE SLIP

Annual General Meeting, Thursday, the 29th day of September, 2022 at 11.00 AM at SHANTINIKETAN, 8 CAMAC STREET, 4TH FLOOR, SUITE NO. 1B, KOLKATA-700017

Name of the Shareholder	
Address	
Registered Folio/ DP ID & Client ID	
No of Shares held	
Name of the Proxy / Authorised Representative, if any	

I/ We hereby record my/our presence at the ANNUAL GENERAL MEETING of the Company to be held on Thursday, the 29th day of September, 2022 at 11.00 A.M. at **SHANTINIKETAN, 8 CAMAC STREET, 4TH FLOOR, SUITE NO. 1B, KOLKATA - 700017.**

Signature of Shareholder/ Proxy/
Authorised Representative

Note: The Member/Proxy must bring this Attendance Slip to the Meeting, duly completed and signed, and handover the same at the venue entrance.

BIJNI DOOARS TEA COMPANY LIMITED

CIN NO: L70109WB1916PLC002698

Registered Office: 'SHANTINIKETAN', (4th Floor, Suite No. 1 B)

8, CAMAC STREET, KOLKATA 700 017

Phone No.033-22829303, Email-bijnidoors@gmail.com

FORM NO. MGT-11

Proxy Form

[Pursuant to Section105 (6) of the Companies Act, 2013 and rule19 (3) of the Companies (Management and Administration) Rules, 2014]

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

*Applicable for Investors holding shares in electronic form.

I / We, being the member(s) of..... shares of the above named company, hereby appoint:

1.	Name			
	Address			
	E-mail Id	Signature		
	Or failing him			
2.	Name			
	Address			
	E-mail Id	Signature		
	Or failing him			
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 Annual General Meeting of the Company, to be held on Thursday, the 29th day of September, 2022 at 11.00 A.M. at SHANTINIKETAN, 8 CAMAC STREET, 4TH FLOOR, SUITE NO.1B, KOLKATA-700017, and at any adjournment thereof in respect of such resolutions as is/are indicated below:-

**** I/We wish my/our above Proxy to vote in the manner as indicated in the box below:-

Item No.	Ordinary Resolutions	For	Against
1.	Adoption of the financial statements of the Company for the year ended 31 st March, 2022 together with the Reports of the Directors' and Auditors' thereon.		
2.	To appoint a Director in place of Sharad Nahata (DIN 02725654) who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint Statutory Auditors of the Company for a period of 5 (five) years from financial year 2022-23		

	Special Business		
4.	To change in Designation of Shri Vijay Kumar Nahata (DIN: 00599189) from Executive Director to appoint as Whole Time Director for a period of 5 (five) years with effect from 01.01.2022		
5.	To re- appointment the firm of Messrs. Panchiram Nahata as Consultant of the Company for a period of 5 (five) years with effect from 01.10.2022.		

Signed thisday of.....2022

Affix Re.1
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

NOTES:

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. **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.**
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.
5. ****This is only optional. Please put a 'x' in the appropriate column against the resolutions indicated in the Box If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**
6. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Annexure "A"

VENUE OF ANNUAL GENERAL MEETING OF **BIJINI DOOARS TEA CO. LTD.** (CIN: L70109WB1916PLC002698)
DATE OF MEETING: 29.09.2022 , TIME 11.00 AM AT 8 CAMAC STREET , FOURTH FLOOR , SUIT NO.1B , KOLKATA - 700017

