



## NAGA DHUNSERI GROUP LIMITED

CIN No. L01132WB1918PLC003029  
REGISTERED OFFICE : DHUNSERI HOUSE  
4A WOODBURN PARK, KOLKATA - 700 020  
Phone : 2280 1950 (5 Lines) Fax : 91 33 2287 8995

Ref: NDG/3/aks/2016/ 32 To 37

18/05/2016

### NOTICE

Notice is hereby given that the 1<sup>st</sup> (2016-17) meeting of the Board of Directors of Naga Dhunseri Group Limited will be held on Monday, the 30<sup>th</sup> May, 2016 at 1 p.m. at the Registered Office of the Company at Dhunseri House, 4A, Woodburn Park, Kolkata – 700020 to transact the following business:-

1. To read, confirm, authenticate and take on record the minutes of the last Board Meeting held on 12<sup>th</sup> February, 2016.
2. To grant leave of absence, if any.
3. To place on record the notices of Interest received from Directors pursuant to Section 184(1) of the Companies Act, 2013 in Form MBP-1.
4. To place on record the notices received from the Directors pursuant to Section 164(2) of the Companies Act, 2013 in Form DIR-8.
5. To take on record the declaration given by Independent Directors individually intimating that he meets the criteria of Independence as provided in sub section (7) of Section 149 of the Companies Act, 2013.
6. To consider the report of the Audit Committee and its recommendations on the financial results for the year ended 31st March, 2016.
7. To ratify the minutes of the meeting of the Audit Committee.
8. To consider and approve the accounts for the year ended 31<sup>st</sup> March, 2016 before submission to the Auditors.
9. To consider and approve the financial result for the fourth quarter and year ended 31<sup>st</sup> March, 2016 prepared in the prescribed format as per Regulation 33(3) (a) & (c) of SEBI ( Listing Obligation and Disclosure Requirements) Regulation, 2015.
10. To consider and approve the standalone and Consolidated Accounts for the year ended 31<sup>st</sup> March, 2016
11. To recommend payment of dividend, if any, for the year ended 31st March, 2016.
12. To consider and approve the draft Secretarial Audit Report for the year ended 31/03/2016.
13. To approve the draft Directors' Report for the year ended 31<sup>st</sup> March, 2016.
14. To consider and approve the draft Corporate Governance Report including the Management Discussion and Analysis Report for the year ended 31<sup>st</sup> March, 2016.
15. To fix the date of the Annual General Meeting and approve the notice convening the same.
16. To arrange for publication of the audited results in the daily newspapers and forward a copy to the Calcutta Stock Exchange to comply with Regulation 33 of SEBI ( Listing Obligation and Disclosure Requirements) Regulation, 2015.
17. To confirm, ratify and take on record the resolutions passed by circulation dated 20.04.2016 regarding non-acceptance of Deposits from Public.
18. To appoint Secretarial Auditor for conducting Secretarial Audit of the Company for the Financial Year ended 31<sup>st</sup> March, 2017 in terms of Section 204 of the Companies Act, 2013.





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- 19 To appoint Scrutiniser for conducting e-voting process for the resolutions proposed to be passed in the forthcoming Annual General Meeting of the Company.
- 20 To place on the table a certificate duly signed by the CEO & CFO of the Company as required under Regulation 17(8) of SEBI (Listing Obligations & Disclosures Requirements) Regulation, 2015 relating to Financial and Cash Flow Statement for the year ended 31<sup>st</sup> March, 2016.
- 21 To Open Bank Account for payment of dividend for the year 2015-16 with ICICI Bank Ltd.
- 22 To approve investments, loans and borrowings since last Board Meeting, if any.
- 23 To ratify transfer/ transmission of shares approved by the Stakeholders' Relationship Committee, if any.
- 24 To take on record the following reports as sent to the Stock Exchange:
  - a) Shareholding Pattern pursuant to Regulation 31 of SEBI ( Listing Obligations and Disclosure Requirements) for the quarter ended 31/03/2016.
  - b) Corporate Governance Report pursuant to Regulation 27(2) of SEBI ( Listing Obligations and Disclosures Requirements) Regulation ,2015 for the quarter ended 31/03/2016.
  - c) Report on Reconciliation of Share Capital Audit as given by Practising Company Secretary for the quarter ended 31/03/2016 as per SEBI –DP Regulation 55 A.
  - d) Statement of Investor Complaints for the quarter ended 31<sup>st</sup> March, 2016 as per Regulation 13(3) of SEBI ( Listing Obligations and Disclosures Requirements) Regulation ,2015 .
  - e) Compliance Certificate under Regulation 7(3) of SEBI ( Listing Obligations and Disclosures Requirements) Regulation ,2015 by the RTA for the half year ended 31<sup>st</sup> March, 2016 given to Stock Exchange.
  - f) To place on record the certificate from a Practising Company Secretary certifying compliance of Regulation 40(9) of the Securities & Exchange Board of India ( Listing Obligations and Disclosures Requirements) Regulation ,2015 for the half year ended 31<sup>st</sup> March, 2016.
- 25 To transact any other business with the permission of the Chair.

For Naga Dhunseri Group Limited

A.K. Sarkar  
Company Secretary

To all Directors  
Sri C.K. Dhanuka  
Sri I.K. Kejriwal  
Sri Mrigank Dhanuka  
Sri Rajeev Rungta  
Sri G.R. Goenka  
Smt Aruna Dhanuka