Eastern Sugar & Industries Limited
Corporate Office : Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071
Phones: 2282 1169 (4 Lines), 2282 1183(2 Lines), Fax: (033) 2282 1187/1188
E-mail: esil@nopany.in / shri@nopany.in, Website : www.easternsugar.in
CIN : L15421BR1964PLC006630

4th September, 2020

To
The BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East)
Mumbai-400051

Dear Sir,

Sub: Notice of the Annual General Meeting

Please find enclosed herewith the Notice of the Annual General Meeting of company scheduled to be held on Tuesday 29th September, 2020 at 3.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Notice of the AGM is also available on the website of the Company at https://easternsugar.in/PDF/notice/Notice_of_AGM_2020.pdf.

This is submitted pursuant to Regulation 30 read with Para A, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This is for your information and records.

Thanking you,

Yours faithfully,
For Eastern Sugar & Industries Ltd.

Shirish Goswami
Whole-Time Director

Encl : As above

Eastern Sugar & Industries Limited
Corporate Office : Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071
Phones: 2282 1169 (4 Lines), 2282 1183(2 Lines), Fax: (033) 2282 1187/1188
E-mail: esil@nopany.in / shri@nopany.in, Website : www.easternsugar.in
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NOTICE

Notice is hereby given that the Annual General Meeting of the Members of **EASTERN SUGAR & INDUSTRIES LIMITED** will be held on **TUESDAY,** the **29th September, 2020 AT 3.00 P.M**. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors (the Board) and the Auditors thereon.

SPECIAL BUSINESS

2. **Approval to Re-appointment of Mr. Shirish Goswami as Wholetime Director**

   To consider and if thought fit to pass, with or without modification the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 of the Companies Act, 2013 read with Schedule V and other applicable provisions of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications and re-enactment thereof) approval of the shareholders be and is hereby accorded to re-appointment of Mr. Shirish Goswami (DIN NO: 02899135), as Wholetime Director and KMP of the Company for a period of three years w.e.f. 1st October, 2019 on the terms and conditions detailed in the Explanatory Statement annexed hereto and as contained in the agreement entered into between Mr. Shirish Goswami and the Company.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter or vary the terms and conditions of the appointment/agreement, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by the Act.

   RESOLVED FURTHER THAT the Board of Directors (which term shall include a Committee thereof) be and is hereby authorised to take all steps and to do acts, deeds and things as may be deemed necessary for giving effect to this Resolution."

3. **Appointment of Mr. Chandan Sharma (DIN: 08855518) as an Independent Director**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Chandan Sharma (DIN 08855518), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements)

Regulations, 2015 and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act signifying his intention to propose Mr. Chandan Sharma's candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold Office for 5 (five) consecutive years for a term up to 28th September, 2025;

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

4. Appointment of Ms. Ankita Srivastava (DIN: 08855511) as an Independent Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Ms. Ankita Srivastava (DIN: 08855511), who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act signifying his intention to propose Ms. Ankita Srivastava's candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold Office for 5 (five) consecutive years for a term up to 28th September, 2025;

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

5. Appointment of Ms. Khushbu Sharma (DIN: 08855892) as an Independent Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Ms. Khushbu Sharma (DIN: 08855892), who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements)

Regulations, 2015 and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act signifying his intention to propose Ms. Khushbu Sharma's candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold Office for 5 (five) consecutive years for a term up to 28th September, 2025;

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

By order of the Board
For Eastern Sugar & Industries Limited
Sd/-
Priyanka Mundhara
Company Secretary

Registered Office:
Hanuman Sugar Mills
P.O. Motihari, Dist. East Champaran
Bihar – 845 401
E-mail: esil@nopany.in
CIN: L15421BR1964PLC006630
Date: 31.08.2020

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020, read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. The Register of Members and the Share Transfer books of the Company will remain closed from 23.09.2020 to 29.09.2020 (both days inclusive) for the purpose of ensuing AGM of the Company.

4. At the AGM held on September 18, 2017 the Members approved appointment of M/s Saraf Manoj & Co (FRN 323473E), Kolkata as the Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the AGM to be held in the year 31.03.2022 subject to ratification of their appointment by Members at every AGM, if so required

under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at this AGM.

5. The relevant Explanatory Statement pursuant to Section 102 of Act, setting out material facts in respect of businesses under item nos. 2 to 3 of the Notice, is annexed hereto. Details pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking re-appointment at this AGM are also annexed.

6. Institutional/Corporate Shareholders (i.e., other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution /Authorisation shall be sent to the Scrutinizer by email through its registered email address to meenachowdhary@ymail.com with a copy marked to esil@nopany.in and evoting@nsdl.co.in.

7. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website http://easternsugar.in/ websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Ltd at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL https://www.evoting.nsdl.com.

8. Members holding shares in physical mode, who have not registered/updated their email addresses and mobile numbers with the Company are requested to register/update the same by writing to the Company with the details of Folio No., Name of shareholder with 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 esil@nopany.in

9. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to esil@nopany.in

10. The Members were informed through NSDL/CDSL to register/update their email addresses and mobile numbers and members are requested to use the said facility.

11. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 22, 2020 through email on esil@nopany.in . The same will be replied by the Company suitably.

12. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM, i.e., Tuesday, September 29, 2020.

13. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

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

15. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the AGM.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar.

17. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.

18. 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 send the share certificates to the Registrar and Transfer Agent, for consolidation into a single folio.

19. Non-Resident Indian Members are requested to inform the Registrar, immediately change in their residential status on return to India for permanent settlement.

20. Voting through electronic means:

(i) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice.

(ii) The "cut-off date" for determining the eligibility for voting either through remote electronic voting system is fixed as Tuesday, September 22, 2020. The e-voting period commences on Friday, September 25, 2020 at 9.00 a.m. IST and ends on Monday, September 28, 2020 at 5.00 p.m. IST. During this period, a person whose name is recorded in the Register of Members or in the Register of Beneficiary Owners maintained by the depositories, as on the cut-off date, i.e., Tuesday, September 22, 2020 shall be entitled to avail the facility of remote e-voting. The remote-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

(iii) **The instructions for remote e-voting are given herein below**:

I. `Process for Members opting for remote e-voting:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial

password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Select "EVEN" of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to meenachowdhary@ymail.com with a copy marked to esil@nopany.in and evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with thedepositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice :

1. In case shares are held in physical mode please provide 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 esil@nopany.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to esil@nopany.in.

3. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

II. Process for attending the Annual General Meeting Members through VC or OAVM:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at esil@nopany.in..

6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at esil@nopany.in. The same will be replied by the company suitably.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

III. Process for e-voting on the day of the Annual General Meeting:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

21. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 22, 2020.

22. Any person who has acquired shares and becomes a member of the Company after the dispatch of notice of the AGM and holding shares as on cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. If the members are already registered with NSDL for e-voting, then he/she can use his/her existing User ID and Password for casting the vote through remote e-voting.

23. In case of any queries, pertaining to e-voting members may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the download section of www.evoting .nsdl.com or call on toll free no. 1800-222-990 or send a request at evoting@nsdl.co.in.

24. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

25. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

26. Ms. Meena Chowdhary, Practising Company Secretary (Membership No.ACS 41084 CP No. 16829) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

27. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting through NSDL platform for those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

28. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

29. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.easternsugar.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange at which Company's Shares are listed.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES SET OUT IN THE NOTICE PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2 Re.: Approval to appointment of Mr. Shirish Goswami as Whole time Director

Mr. Shirish Goswami had been re-appointed as Whole time Director of the Company w.e.f. 1st October, 2019. The Board at its meeting held on 27th September, 2019 had approved his re-appointment for a term

of three years pursuant to the recommendation of the Nomination and the Remuneration Committee (NRC).

Mr. Shirish Goswami at 54 years has rich experience of over 11 years in the finance, accounts, and other corporate functions. He has been associated with the Company since 2009 as director.

The Board and the NRC has approved the terms and conditions of Mr. Goswami's appointment and payment to him of consolidated remuneration of Rs 50,000/- per month plus, perquisite, i.e., contribution to P.F. and Gratuity as per Rules of the Company. He does not hold any shares in the Company.

None of the KMP or their relatives or Directors except Mr. Shirish Goswami is concerned or interested in the aforesaid Resolution.

The agreement entered into with Mr. Goswami will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the Annual General Meeting.

The Directors Recommend passing of this the Resolution set out at Item No. 2 of this Notice as an Ordinary Resolution.

Disclosures pursuant to Part II of the Schedule V of the Companies Act, 2013 are appended to this Notice for the approval of the members.

Details pursuant to Schedule V of the Companies Act, 2013 for Item Nos. 2:

I. GENERAL INFORMATION				
Name	Mr. Shirish Goswami			
Nature of industry	Manufacturing of Sugar and molasses.			
Date or expected date of commencement of commercial production	Existing Company, Not Applicable			
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Existing Company - Not Applicable			
Financial performance based on given indicators				Rs. in Lakhs
		2019-20	2018-19	2017-18
	Sales	Nil	Nil	Nil
	Net Profit/(Loss)	(16.46)	(124.48)	(19.60)

Foreign investments or collaborators, if any	The Company does not have foreign investment
II. INFORMATION ABOUT MANAGERIAL PERSONNEL	
Name	Mr. Shirish Goswami
Background details	**Mr. Shirish Goswami** aged about 54 year with 11 years' experience in finance, accounts, and other corporate functions.
Past remuneration	Consolidated remuneration of Rs. 6,00,000/- (CTC) per annum
Recognition or awards	Not Applicable
Job profile and his suitability	To manage the day to day affairs of the Company including power to sign documents, deeds, agreements and other papers and to do and perform related acts on behalf of the Company in the ordinary course of business and in the interest of the Company subject to superintendence and control of the Board.
Remuneration proposed	Consolidated Remuneration of Rs. 50,000/- per month, plus perquisites, i.e., Contribution to P.F. and Gratuity as per Rules of the Company.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The proposed remuneration is comparable with the remuneration drawn by the peers and is necessitated.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Shirish Goswami does not have any pecuniary relationship with the Company or with the managerial personnel.
III. OTHER INFORMATION	
Reasons of loss or inadequate profits	Presently, the company is not engaged in any operational activities. Till 2004, the Company was into manufacturing of sugar and molasses at the unit located in Motihari. In the year 2005 in view of technical problems and non-availability of required funds for capital expenditure as well as working capital the operations at the Sugar Mill was

	discontinued and the lease of the factory premises has been terminated and lessor had taken possession of the said factory premises.
Steps taken or proposed to be taken for improvement	The Company is in the process of exploring new business activities in the coming years.
Expected increase in productivity and profits in measurable terms	The Company is in the process of exploring new business activities in the coming years.

IV. DISCLOSURES
The following disclosures are given in the Board of Director's report under the heading "Corporate Governance Report" of the Company in the Annual Report 2019-20: (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the directors; (ii) Details of fixed component and performance linked incentives along with the performance criteria; (iii) Service contracts, notice period, severance fees; (iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

Item No. 3, 4 & 5 Re.:Aappointment of Mr. Chandan Sharma (DIN: 08855518), Ms. Ankita Srivastava (DIN: 08855511) and Ms. Khushbu Sharma (DIN: 08855892) as an Independent Director

The Company received notices from Members under Section 160 of the Companies Act, 2013, signifying their intention to propose the candidature of Mr. Chandan Sharma (DIN: 08855518), Ms. Ankita Srivastava (DIN: 08855511) and Ms. Khushbu Sharma (DIN: 08855892) for the office of Independent Director of the Company.

Mr. Chandan Sharma, aged 34 years is B. Tech. He has 9 year's experience in IT Filed. The other details of Mr. Sharma in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standard 2 is annexed to this Notice. Mr Sharma is not related to any Director of the Company. In terms of proviso to sub-section (5) of Section 152, the Board of Directors is of the opinion that Mr. Sharma fulfils the conditions specified in the Act for his appointment as an Independent Director.

Ms. Ankita Srivastava aged 31 years is Post Graduate Diploma in Computer Application. She has 6 year's experience in Admin, Finance and Accounts. The other details of Ms. Srivastava in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standard 2 is annexed to this Notice. Ms. Srivastava is not related to any Director of the Company. In terms of proviso to sub-section (5) of Section 152, the Board

of Directors are of the opinion that Ms. Srivastava fulfils the conditions specified in the Act for her appointment as an Independent Director.

Mr. Khushbu Sharma aged 28 years is graduate. She has 4 year's experience in Admin and The other details of Ms. Sharma in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standard 2 is annexed to this Notice. Ms. Sharma is not related to any Director of the Company. In terms of proviso to sub-section (5) of Section 152, the Board of Directors is of the opinion that Ms. Sharma fulfils the conditions specified in the Act for her appointment as an Independent Director.

After taking into consideration the recommendation of the Nomination & Remuneration Committee, the Board is of the opinion that vast knowledge and varied experience of Mr. Chandan Sharma, Ms. Ankita Srivastava and Ms. Khushbu Sharma will be of great value to the Company and has recommended the Resolution at Item No 3, 4 and 5 of this Notice relating to the appointment of Mr. Chandan Sharma, Ms. Ankita Srivastava and Ms. Khushbu Sharma as an "Independent Director", not liable to retire by rotation and to hold Office for 5 (five) consecutive years for a term up to 28th September, 2025, for the your approval. Mr. Chandan Sharma, Ms. Ankita Srivastava and Ms. Khushbu Sharma have given a declaration to the Board that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI Listing Regulations. The Company has also received from them:- (i) the consent in writing to act as Director and (ii) intimation that they are not disqualified under section 164(2) of the Companies Act, 2013. (iii) a declaration to the effect that they are not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI). A copy of the draft letter for the appointment of Mr. Chandan Sharma, Ms. Ankita Srivastava and Ms. Khushbu Sharma as Independent Director setting out the terms & conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day and the same has also been put up on the Company website www.easternsugar.in. The other details of Mr. Chandan Sharma, Ms. Ankita Srivastava and Ms. Khushbu Sharma whose appointment is proposed at Item No 3, 4 and 5 of this Notice, have been given in the attached annexure.

Except Mr. Chandan Sharma, Ms. Ankita Srivastava and Ms. Khushbu Sharma, none of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the Resolution at Item No 3, 4 and 5 of the Notice.

By Order of the Board
For **Eastern Sugar & Industries Limited**
Sd/-
Priyanka Mundhara
Company Secretary

Registered Office:
Hanuman Sugar Mills
P.O. Motihari, Dist. East Champaran
Bihar – 845 401
E-mail: esil@nopany.in
CIN: L15421BR1964PLC006630
Date: 31.08.2020

Eastern Sugar & Industries Limited
Corporate Office : Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071
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E-mail: esil@nopany.in / shri@nopany.in, Website : www.easternsugar.in
CIN : L15421BR1964PLC006630

Details of Directors seeking appointment/re-appointment at the Annual General Meeting

Particulars	**Mr. Shirish Goswami**	**Mr. Chandan Sharma**	**Ms. Ankita Srivastava**	**Ms. Khushbu Sharma**
Date of Birth	09/06/1966	14/10/1986	07/09/1989	19/08/1992
Date of Appointment	29/09/2009	NA	NA	NA
Qualifications	Graduate	B.Teh	BSc, Post Graduate Diploma in Computer Application	Graduate
Expertise in specific functional areas	Finance, accounts, and other corporate functions	Information Technology, Software	Admin, fiancé and accounts	Admin and other corporate functions
Directorships held in other companies (excluding foreign companies)	1. Bilaspur Spinning Mills & Industries Ltd 2. Shree Milk & Food Industries Limited 3. Nopany Investments Pvt Ltd 4. Shruti Capital & Finance Ltd 5. Kolhapur Forge Private Limited	Nil	Nil	Nil
Memberships Chairmanships of committees of other companies (includes only Audit Committee and Shareholders/Investors Grievance Committee)	Nil	Nil	Nil	Nil
Number of shares held in the Company	Nil	Nil	Nil	Nil