



# Indian Sugar Exim Corporation Limited

CIN : U99999DL1969GAP005106

## NOTICE OF THE FIFTY-FIRST ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifty-first Annual General Meeting of the members of Indian Sugar Exim Corporation Limited will be held on Wednesday, the 30th day of September, 2020 at 11:00 AM at Conference Hall, C – Block, 2<sup>nd</sup> Floor, Ansal Plaza, August Kranti Marg, New Delhi 110 049 to transact the following business:

### ORDINARY BUSINESS

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

1. "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."
2. "RESOLVED THAT Mr. Aditya Jhunjhunwala [DIN 01686189], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
3. "RESOLVED THAT Mr. Ajit S. Shriram [DIN 00027918], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
4. "RESOLVED THAT Ms. Ankita H. Patil [DIN 03062993], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
5. "RESOLVED THAT Mr. B.R. Balekunderagi [DIN 00251793], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
6. "RESOLVED THAT Mr. Dilip D. Walse Patil [DIN 00501096], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
7. "RESOLVED THAT Mr. Gaurav Goel [DIN 00076111], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."

8. "RESOLVED THAT Mr. Jaiprakash R.S. Dandegaonkar [DIN 05264358], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
9. "RESOLVED THAT Mr. Ketankumar Chimanbhai Patel [DIN 07658141], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
10. "RESOLVED THAT Mr. Niraj Shirgaokar [DIN 00254525], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
11. "RESOLVED THAT Mr. N. Ramanathan [DIN 00001033], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
12. "RESOLVED THAT Mr. Raj Kumar Adlakha [DIN 00133256], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
13. "RESOLVED THAT Mr. Sachender Singh [DIN 07468700], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
14. "RESOLVED THAT Mr. Samir S. Somaiya [DIN 00295458], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
15. "RESOLVED THAT Mr. Tarun Sawhney [DIN 00382878], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."
16. "RESOLVED THAT Mr. Vivek M. Pittie [DIN 00066885], Director of the Company, who retires at this meeting and, being eligible for re-appointment pursuant to article 7(a) of the Articles of Association of the Company be and is hereby re-appointed as a Director of the Company."

### **Special Business**

17. 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 Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Bimal Kumar Dubey [DIN 08211734] who was appointed as an Additional Director of the Company by the Board of Directors with effect from 01.09.2020 and who holds office up to the conclusion of this Annual General Meeting, in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director, whose office shall be liable to retire in terms of article 7(a) of the Articles of Association of the Company.”

18. 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 Section 152 and any other applicable and related provisions of the Companies Act, 2013 (“the Act”), read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. S. Anand Reddy (DIN 00007053) in respect of whom, the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director, whose office shall be liable to retire in terms of article 7(a) of the Articles of Association of the Company.”

By Order of the Board of Directors  
For **Indian Sugar Exim Corporation Limited**

**Yamini Lodha**  
**Dy. General Manager (Legal) & Company Secretary**  
**(ICSI Membership No. A22836)**

**New Delhi,**  
**01.09.2020**

**Registered Office:**

Ansal Plaza, C – Block, 2<sup>nd</sup> Floor  
August Kranti Marg, New Delhi – 110 049  
CIN: U99999DL1969GAP005106  
Ph.:011-26263421-23, 26261709 Fax: 91-11-26261338;  
E-mail:isec@isecindia.com , Website: [www.isecindia.com](http://www.isecindia.com)

## NOTES

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) shall be entitled to appoint another person as proxy to attend and vote at the meeting on his behalf. A proxy shall not have the right to speak at the aforesaid meeting and shall not be entitled to vote except on a poll. A proxy need not be a Member of the Company. Proxies, in order to be effective, must be received by the Company not later than 48 hours before the commencement of the aforesaid meeting. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions/authority, as applicable.
2. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting, pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the board resolution such other duly authorized document authorizing their representatives to attend and vote at the Annual General Meeting well in advance.
3. The register of directors and Key Managerial Personnel maintained under Section 170 of the Act and the register of the contracts and arrangements, in which directors are interested under Section 189 of the Act, will be available for inspection by the members at the Annual General Meeting.
4. Members/Proxies/Authorized Representatives are requested to bring to the meeting the attendance slip(s) duly filled and copy(ies) of their Annual Report.
5. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number, instructions, if any, for sending Notice, etc.
6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting is annexed hereto.
7. Relevant documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and public holidays up to the date of the Annual General Meeting of the company.
8. Members desiring any information relating to the Financial Statements are requested to write to the Company well in advance so as to enable the management to keep the information ready.
9. Route map showing directions to reach venue of the AGM is given at the end of the Annual Report.

## Statement pursuant to Section 102 of the Companies Act 2013

### Item No. 17

The Board of Directors, on recommendation of Nomination and Remuneration Committee, appointed Mr. Bimal Kumar Dubey as an Additional Director of the Company in its meeting held on 13.08.2020 Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Article 7 (a) & (b) of Articles of Association of the Company, Mr. Bimal Kumar Dubey shall hold office up to this AGM being eligible for appointment and in respect of whom the Company has, received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of the Director of the Company.

Mr. Bimal Kumar Dubey [holding DIN 08211734], aged 53 years holds M.A. Ph.D, LLB. He has vast experience in public administration and policy implementation and he expertise in Corporate Planning and Administration. He is closely associated with the sugar sector.

During the Financial Year 2019 – 20 he has not attended any of the Board Meeting and Directorship held in other Company are U.P. State Sugar Corporation Limited, Lucknow and U.P. State Sugar & Cane Development Corporation Limited, Lucknow.

Except Mr. Bimal Kumar Dubey, no other Director or Key Managerial Personnel of the Company or their relatives are concerned and interested financially or otherwise, in the Resolution at the item no.17 of the accompanying notice.

The Board recommends the Resolution set out at Item No.17 of the Notice for approval of the Members.

### Item No. 18

In accordance with Article 7(a) & (c) of the Articles of Association of the Company, all the Directors other than the CEO and the two ex-officio Directors i.e. Director General of Indian Sugar Mills Association and Managing Director of National Federation of Cooperative Sugar Factories Limited, retires at each Annual General Meeting and are eligible for re-election on the basis of the nominations received from Indian Sugar Mills Association and National Federation of Cooperative Sugar Factories Limited. Pursuant to the nominations received from Indian Sugar Mills Association and National Federation of Cooperative Sugar Factories Limited resolution for appointment of one new director is placed under item No.18 and re-appointment of all other directors has been listed under Item Nos. 2 to 16 of this Notice.

The nominations received for purpose of this AGM are as follows:

|    | <b>Indian Sugar Mills Association</b> |    | <b>National Federation of Cooperative Sugar Factories Limited</b> |
|----|---------------------------------------|----|---|
| 1. | Mr. Aditya Jhunjunwala                | 1. | Mr. B. R. Balekundaragi   |
| 2. | Mr. Ajit S. Shriram                   | 2. | Mr. Bimal Kumar Dubey   |
| 3. | Ms. Ankita H. Patil                   | 3. | Mr. Dilip D. Walse Patil  |
| 4. | Mr. Gaurav Goel                       | 4. | Mr. Jaiprakash R.S. Dandegaonkar                                  |

|     |                       |    |                        |
|-----|-----------------------|----|------------------------|
| 5.  | Mr. Niraj Shirgaokar  | 5. | Mr. Ketanbhai C. Patel |
| 6.  | Mr. N. Ramanathan     | 6. | Mr. Sachender Singh    |
| 7.  | Mr. Raj Kumar Adlakha |    |                        |
| 8.  | Mr. S. Anand Reddy    |    |                        |
| 9.  | Mr. Samir S. Somaiya  |    |                        |
| 10. | Mr. Tarun Sawhney     |    |                        |
| 11. | Mr. Vivek M. Pittie   |    |                        |

The deposit required under Section 160 of the Companies Act, 2013 has been received.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested financially or otherwise, in the resolution no. 18 except Mr. S. Anand Reddy (DIN 00007053) and his relatives, respectively.

The Board recommends the Resolution set out at Item No. 18 of the Notice for approval of the Members.

## ANNEXURE

### Details of Directors seeking appointment at the AGM.

[Pursuant to the provisions of Secretarial Standards on General Meeting (SS-2) issued by Institute of Company Secretaries of India]

| Name of the Director                                      | <b>Mr. Bimal Kumar Dubey</b>   | <b>Mr. S. Anand Reddy</b>   |
|---|--|---|
| Designation   | Director   | Director  |
| DIN   | 08211734   | 00007053  |
| Date of Birth   | 01.11.1966   | 27.06.1967  |
| Qualification   | M.A. Ph.D. LLB   | M.Sc. Economics   |
| Expertise in specific functional area and Experience      | Corporate Planning and Administration.<br><br>26 years' experience in public administration and policy implementation. | Management, Finance and Marketing<br><br>25 years   |
| Date of first appointment                                 | NA   | NA  |
| Shareholding in the company                               | NA   | NA  |
| Board Membership of other Companies                       | U.P. State Sugar Corporation Limited, Lucknow<br><br>U.P. State Sugar & Cane Development Corporation Limited, Lucknow  | Vijayanagar Sugar Pvt. Ltd.<br><br>Goldwave Commodities Pvt. Ltd.<br><br>Sphere Solar Pvt. Ltd. |
| Memberships/Chairmanship of Committees of other companies | -  | -   |

By Order of the Board of Directors  
For **Indian Sugar Exim Corporation Limited**

**Yamini Lodha**

**Dy. General Manager (Legal) & Company Secretary**

**( ICSI Membership No. A22836 )**

**New Delhi,  
01.09.2020**

**Registered Office:**

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Website: [www.isecindia.com](http://www.isecindia.com)  
E-mail: [isec@isecindia.com](mailto:isec@isecindia.com)

## REQUEST TO MEMBERS

The Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 requires the company to keep the Register of Members in prescribed manner (Form No. MGT-1). As compared to the existing Register of Members under the old Act, the new Law calls for certain additional information to be recorded. In order that the company is facilitated to comply with same, members are requested to send the following information for updating their records in our Register of Members.

- i. Name of the Member
- ii. Address (registered office address in case the member is a body corporate);
- iii. E-mail address
- iv. Permanent Account Number (PAN)
- v. CIN (in the case of company)
- vi. Unique Identification Number, if any
- vii. Father's / Mother's / Spouse's Name
- viii. Occupation
- ix. Status
- x. Nationality
- xi. In case of minor, name of guardian and date of birth of minor and name and address of nominee
- xii. Instructions, if any for sending Notice etc.



## PROXY FORM

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

### INDIAN SUGAR EXIM CORPORATION LIMITED

Regd. Office: Block-C, IIInd Floor, Ansal Plaza, August Kranti Marg, New Delhi-110 049

Ph.:011-26263421-23, 26261709; Fax: 91-11-26261338; E-mail:isec@isecindia.com

Website: [www.isecindia.com](http://www.isecindia.com)

CIN: U99999DL1969GAP005106

Name of the member(s):.....

Registered address:.....

E-mail Id:.....

Folio No:.....

I/We, being the member (s) of .....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 ....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 51st Annual General Meeting of the company, to be held on Wednesday, the 30th day of September, 2020 at 11:00 AM at Conference Hall, C – Block, 2<sup>nd</sup> Floor, Ansal Plaza, August Kranti Marg, New Delhi 110 049 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

**I t e m**

1. Adoption of Financial Statements for FY 2019 – 20
2. Re-appointment of Mr. Aditya Jhunhunwala as Director
3. Re-appointment of Mr. Ajit S. Shriram as Director
4. Re-appointment of Ms. Ankita H. Patil as Director
5. Re-appointment of Mr. B. R. Balekundaragi as Director
6. Re-appointment of Mr. Dilip D. Walse Patil as Director
7. Re-appointment of Mr. Gaurav Goel as Director
8. Re-appointment of Mr. Jaiprakash R.S. Dandegaonkar as Director
9. Re-appointment of Mr. Ketankumar Chimanbhai Patel as Director
10. Re-appointment of Mr. Niraj Shirgaokar as Director
11. Re-appointment of Mr. N. Ramanathan as Director
12. Re-appointment of Mr. Raj Kumar Adlakha as Director
13. Re-appointment of Mr. Sachender Singh as Director
14. Re-appointment of Mr. Samir S. Somaiya as Director
15. Re-appointment of Mr. Tarun Sawhney as Director
16. Re-appointment of Mr. Vivek M. Pittie as Director
17. Appointment of Mr. Bimal Kumar Dubey as Director
18. Appointment of Mr. S. Anand Reddy as Director

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2020

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Signature of the Member

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Signature of the Proxy holder(s)

|                                     |
|-------------------------------------|
| PLEASE<br>AFFIX<br>REVENUE<br>STAMP |
|-------------------------------------|

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office at Block-C, IInd Floor, Ansal Plaza, August Kranti Marg, New Delhi-110 049 of the Company, not less than 48 hours before the commencement of the Meeting.**

# INDIAN SUGAR EXIM CORPORATION LIMITED

**CIN: U99999DL1969GAP005106**

Regd. Office: Block-C, IIInd Floor, Ansal Plaza, August Kranti Marg, New Delhi-110 049

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Website: [www.isecindia.com](http://www.isecindia.com)

## **ATTENDANCE SLIP – 51<sup>ST</sup> AGM**

*Folio No.* \_\_\_\_\_

I, .....(Name of Member/Proxy) hereby record my presence at the 51st Annual General Meeting of the Company held on Wednesday, the 30th day of September, 2020 at 11:00 AM at Conference Hall, C – Block, 2<sup>nd</sup> Floor, Ansal Plaza, August Kranti Marg, New Delhi 110 049 .

Signature of Member / Proxy

# ROUTE MAP TO THE AGM VENUE

