



SIKKIM IFFCO ORGANICS LIMITED

IFFCO Sadan, C-1, District Centre, Saket Place, New Delhi-110017

CIN : U15490DL2018PLC331928

NOTICE

Notice is hereby given that 4th Annual General Meeting of the members of M/s Sikkim IFFCO Organics Limited will be held on Monday August 22, 2022 at 11:00 AM at IFFCO Sadan, C-1, District Centre, Saket Place, New Delhi-110017 to transact the following businesses:

ORDINARY BUSINESSES: -

1. To receive, consider and adopt the Financial Statements for the year ended March 31, 2022 comprising of Balance Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2022 and Notes forming part of the Financial Statements together with the report of the Directors and the Auditors thereon.
2. To consider and if thought fit to pass, with or without modification following resolution as an Ordinary resolution:

"RESOLVED THAT Shri Arabinda Roy (DIN 02825203) be and is hereby appointed as Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

3. To appoint Shri Rinzing Chewang Bhutia as Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) **Shri Rinzing Chewang Bhutia (DIN: - 09452825)** who was appointed as an Additional Director by the Board of Directors and who ceases to hold office under Section 161 of the



Companies Act, 2013, be and is hereby appointed as a Director, being a nominee of Government of Sikkim, liable to retire by rotation."

**By order of the Board of Directors
For Sikkim IFFCO Organics Limited**

A handwritten signature in blue ink, appearing to read "Aakash Jain".

**(Aakash Jain)
Company Secretary**

Mem. No:- F11155

**Add.: F-18, Street No. 6,
West Jyoti Nagar, Shahdara,
Delhi-110094**

Date: 29/07/2022
Place: Delhi

NOTES:

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021 and 02/2022 dated May 5, 2022 (collectively "MCA Circulars"), have permitted companies to conduct AGM through Video Conferencing "VC" or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder the 4th AGM of the Company can be attended through Video Conferencing.
2. Members may sent any question related to the resolution set-out in this notice at info@sikkimiffco.com.
3. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the meeting and shall be closed after expiry of 15 minutes after such scheduled time or when all members and directors of the Company and other person as required to attend this meeting present, whichever is earlier.
4. Hon'ble Governor and Corporate Members may authorise their representatives to participate and vote in the Meeting in terms of Section 112 and 113 of the Companies Act, 2013 respectively. They are requested to send an authorisation or certified copy of the Board Resolution authorising such representative to attend and vote on their behalf at the Meeting at info@sikkimiffco.com.
5. Unless a poll is demanded all resolution stated in this notice shall be passed by show of hands. In case poll is demanded in accordance with section 109 of Companies Act, 2013, members shall send their vote at info@sikkimiffco.com.



6. The Statutory Registers and other records under the Companies Act, 2013 and rules made thereunder, will be available for inspection by Members at the venue of AGM and by Virtual means.
7. Details of the appointee Director(s) pursuant to the Secretarial Standard – 2 (Secretarial Standard on General Meeting) forms part of this Notice.
8. The explanatory statement pursuant to section 102 of the Companies Act, 2013 setting out the material facts in respect of item no. 3 is annexed hereto that forms part of this notice.
9. Route map including prominent Landmark forms part of this Notice.

Details of the appointee Director(s) pursuant to the Secretarial Standard – 2 (Secretarial Standard on General Meeting) is as follows:

Name	Shri Arabinda Roy
Director Identification Number (DIN)	02825203
Date of Birth	24/02/1950
Date of First Appointment	04/04/2018
Qualification	B.Tech (Chem) & M.Tech (Chem) with specialization in Petroleum Refinery Engineering & Petro Chemicals from IIT, Kharagpur.
Experience	Shri A. Roy is the ex-Marketing Director of IFFCO and was responsible for planning & distribution of indigenous and imported fertilizer and sale through a vast network of Cooperative Societies throughout the country. Prior to IFFCO he had worked at Nangal and Sindri Units of Fertiliser Corporation of India Ltd. in Production and Technical Services Departments.
Number of Shares held	NA
Details of Last Remuneration drawn	Rs. 1,10,000 per month (June, 2019)*
Details of Remuneration proposed to be paid	NA
Relationship with other Directors/Key Managerial Personnel (if any)	NA
The Number of Meeting of the Board attended during the Financial year 21-22	4
Other Directorship	Nil

* served as the Managing Director of the Company from April 18, 2018 till June 30, 2019

Name	Shri Rinzing Chewang Bhutia
Director Identification Number (DIN)	09452825
Date of Birth	17/09/1966
Date of First Appointment	30/12/2021
Qualification	Masters of Science in Zoology from University of Delhi
Experience	Mr. Bhutia is the Secretary, Agriculture Department, Government of Sikkim. He is a Sikkim Civil Services (SCS) officer of 1991 batch and has held various positions across the state of Sikkim. He has served as Sub-divisional Magistrate, Additional District Magistrate and District Collector/ Magistrate. Mr. Bhutia is having a professional journey of over two decades. He has also worked with United Nations Development Programme as State Level Project Officer. Apart from this, he has also served in various departments in Government of Sikkim like Social Welfare, Tourism, Land Revenue & Disaster Management and Skill Development.
Number of Shares held	NA
Details of Last Remuneration drawn	NA
Details of Remuneration proposed to be paid	NA
Relationship with other Directors/Key Managerial Personnel (if any)	NA
The Number of Meeting of the Board attended during the Financial year 21-22	1
Other Directorship	Nil



**EXPLANATORY STATEMENT
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

Item No.: 3

The Board of Directors vide item no. 17/S1 and 17/S2 passed in its 17th Board Meeting held on December 30, 2021 appointed Shri Rinzing Chewang Bhutia (DIN: - 09452825), the nominee of Government of Sikkim (GoS), as the Additional Director and Chairman of the Board w.e.f. December 30, 2021. According to the provisions of Section 161 of the Companies Act, 2013 ("the Act") read with rules made thereunder, he holds the office as Director up to the date of ensuing Annual General Meeting. As the members are aware of the fact that the Company is a Joint Venture Company and required to appoint nominee Director of Government of Sikkim in terms of the provisions of Joint venture Agreement read with Articles of Association of the Company. Accordingly, the proposal for appointment of Shri Rinzing Chewang Bhutia (DIN: - 09452825) as the Director, being a nominee of Government of Sikkim, liable to retire by rotation is being placed before the members for consideration.

The Board recommends the resolution to be passed as an Ordinary Resolution for the appointment of Shri Rinzing Chewang Bhutia, as the Director, being a nominee of Government of Sikkim, liable to retire by rotation.

None of Directors and Key Managerial Personnel, except Shri Rinzing Chewang Bhutia, shall be deemed to be concerned or interested in the above resolution.

**By order of the Board of Directors
For Sikkim IFFCO Organics Limited**

**(Aakash Jain)
Company Secretary
Mem. No:- F11155**

**Add.: F-18, Street No. 6,
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Date: 29/07/2022
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Route Map: -

