



SIKKIM IFFCO ORGANICS LIMITED

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

CIN : U15490DL2018PLC331928

NOTICE

Notice is hereby given that 6th Annual General Meeting of the members of M/s Sikkim IFFCO Organics Limited will be held at shorter notice on Wednesday, July 10, 2024 at 15:30 Hrs 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, 2024 comprising of Balance Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2024 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 Jigme Dorjee Bhutia (DIN: 09762512), Director be and is hereby appointed as Director liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 (‘the Act’) read with the Companies (Audit and Auditors) Rules 2014 and other applicable provisions of the Act (including any statutory modification or re-enactment thereof for the time being in force), if any, **M/s AAGS & Co., Chartered Accountants (FRN 021536N)**, be and are hereby appointed as Statutory Auditors of the Company for a period of 4 (four) years starting from the conclusion of the Annual General Meeting held for the financial year 2023-24 until the conclusion of the Annual



General Meeting to be held for the financial year 2027-28 on such remuneration as may be fixed by the Board of Directors.

SPECIAL BUSINESS:

4. To appoint Shri Navin Nath (DIN: - 10635521) 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 Navin Nath (DIN: 10635521)**, 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 IFFCO, liable to retire by rotation.”

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

(Aakash Jain)
Company Secretary
Mem. No. : - F11155
Address: - F-18, Street No. 6,
West Jyoti Nagar, Shahdara,
Delhi-110094, India

Date: 08/07/2024
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, 02/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively referred to as “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 6th 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. 4 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 Navin Nath
Director Identification Number (DIN)	10635521
Date of Birth	20/04/1967
Date of First Appointment	May 20, 2024
Qualification	He has the degree Chemical Engineering from IIT Roorkee (<i>formerly known as University of Roorkee</i>) in the Year 1988.
Experience	<p>He has joined IFFCO at its Kalol Plant in 1988. Where he looked after the production of Ammonia till 1991. Then he was in the Process Engineering department from 1991 till 2003.</p> <p>Thereafter, he was in Head Office, Delhi till 2007. He looked after various projects including Capacity Enhancement, Energy Saving, CO₂ Recovery & played a pivotal role in designing the norms for Nutrient Based Subsidy Scheme of Government of India.</p> <p>From the Year 2007 to 2011, he was deputed to JIFCO, Jordan where he handled project planning and execution, contracts finalization and financial closure of JIFCO project.</p> <p>From 2011 to 2014, he served as the Project Head, Paradeep plant.</p> <p>From 2014 to 2017, he was in the Strategy & Joint Venture department at Head Office, Delhi and took care of the activities of Joint Venture and Subsidiaries.</p> <p>From 2017 to 2023, he was deputed as the Chief Operating Officer of M/s IFFCO-MC Crop Science Private Limited, where in he launched the new concepts of product selling for generic products that took the turnover to Rs. 300 Cr and profit of Rs. 20 Cr of the Company.</p> <p>Moreover, he published many articles in the national and international magazines.</p>



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)	He is also designated as the Chief Executive Officer of the Company
The Number of Meeting of the Board attended during the Financial year 23-24	3 (as CEO). Appointed as Additional Director and Whole-time Director thereafter w.e.f. May 20, 2024 only.
Other Directorship	NA



Name	Shri Jigme Dorjee Bhutia
Director Identification Number (DIN)	09762512
Date of Birth	02/11/1966
Date of First Appointment	October 11, 2022
Qualification	He holds a degree in Agriculture obtained from UAS, Bangaluru.
Experience	Mr. Jigme Dorjee Bhutia, IAS is the Secretary, Agriculture Department, Government of Sikkim. He is also serving as the Secretary to the Hon'ble Governor of Sikkim. He joined the Sikkim State Civil Services in the Year 1991 and served in different Departments of the Government of Sikkim in various capacities. He was inducted into the IAS in the Year 2022.
Number of Shares held	NIL
Details of Last Remuneration drawn	NIL
Details of Remuneration proposed to be paid	NIL
Relationship with other Directors/Key Managerial Personnel (if any)	NA
The Number of Meeting of the Board attended during the Financial year 23-24	6
Other Directorship	NA



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

Item No.: 4

The Board of Directors, vide item no. 31/3 and 31/4, passed in its 31st Board Meeting held on May 20, 2024, appointed Shri Navin Nath (DIN: 10635521), the nominee of IFFCO, as the Additional Director and Whole-time Director respectively w.e.f. May 20, 2024. Further, in the Extraordinary General Meeting held on May 20, 2024, the members approved the appointment of Shri Navin Nath (DIN: 10635521) as the Whole-time Director in terms of the provisions of the Companies Act, 2013 ('the Act') read with rules made thereunder. According to the provisions of Section 161 of the Act read with rules made thereunder, he holds the office as Director up to the date of the ensuing Annual General Meeting. As the members are aware that the Company is a Joint Venture Company and is required to appoint nominee Director of IFFCO in terms of the provisions of the Joint Venture Agreement read with the Articles of Association of the Company. Accordingly, the proposal for the appointment of Shri Navin Nath (DIN: 10635521) as the Director, being a nominee of IFFCO, 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 Navin Nath (DIN: 10635521), as the Director, being a nominee of IFFCO, liable to retire by rotation.

None of the Directors and Key Managerial Personnel, except Shri Navin Nath, is concerned or interested in the above resolution.

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

**Date: 08/07/2024
Place: Delhi**

**(Aakash Jain)
Company Secretary
Mem. No. : - F11155
Address: - F-18, Street No. 6,
West Jyoti Nagar, Shahdara,
Delhi-110094, India**

