

**2022-2023**

# **32ND ANNUAL REPORT**

**N.R.INTERNATIONAL LIMITED**  
3<sup>RD</sup> FLOOR, DRAUPADI MAINSON,  
11, BRABOURNE ROAD,  
KOLKATA-700 001

# **N. R. INTERNATIONAL LIMITED**

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999,

Email ID: info@nrinternationaltd.in

Website: www.nrinternationaltd.in

CIN: L74999WB1991PLC051738

## **32ND ANNUAL REPORT 2022-2023**

### **Corporate Information:**

#### **Board of Directors**

**Mrs. Sangeeta Modi (Director cum CFO)**  
**Mr. Vineet Modi (Whole-time Director)**  
**Mrs. Neetu Modi (Director)**  
**Mr. Rajendra Singh (Independent Director)**  
**Mr. Raju Singh (Independent Director)**

#### **Company Secretary**

**Ms. Divya Sachdev\***  
**Mr. Saroj Kumar**  
**Panda#**

#### **Secretarial Auditors**

**Salini Singhi**  
**Cuttack - 753003**

#### **Auditors**

**A B A & Co.**  
**Chartered Accountants**

#### **Registered Office**

**3<sup>rd</sup> Floor, Drupadi**  
**Mainson,**  
**11, Braubourne Road,**  
**Kolkata - 700 001**

#### **Registrars & Share Transfer Agents**

**ABS Consultants Private Limited**  
**Room No. - 99, 6th Floor**  
**Stephen House, 4, B. B. D. Bag (East)**  
**Kolkata - 700 001**

#### **Corporate Office**

**Plot No. 1050, Nirmal**  
**House, Opp. Bombay**  
**Hotel, College Square,**  
**Cuttack-753003, Odisha**

\* Cessation w.e.f. July 31<sup>st</sup> 2022

#Appointed w.e.f. February 1<sup>st</sup> 2023

# **N. R. INTERNATIONAL LIMITED**

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999,

Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

---

## **Chairperson's Message**

**Dear Shareholders,**

It gives me immense pleasure in welcoming you to the 32<sup>nd</sup> Annual General Meeting of your Company. The Director's Report and Audited Accounts for the year ended 31<sup>st</sup> March, 2023 are already with you and with your permission, I take them as read. I feel obliged for the trust and responsibility that you have instilled in me and I assure you the best of administration and operations. Before I take up the agenda for today's meeting, I would like to share with you some of my perception relating to the performance of the company as well as the growth opportunities pursued by it.

Your directors are exploring new opportunities. Like the Coke Oven Unit of the company has been fully renewed and refurbished in the last year and shall be in operation this current year as there was no business during the financial year. Other business verticals are also being explored and researched keeping in view the market analysis; the areas of interest include transportation of coal and coke. Your directors are hopeful of starting some new venture in the current year and turn your company into additional profits. Due to loss incurred by your company in the previous financial year, your Directors could not recommend any dividend for the current financial year ended as on 31.03.2023.

On behalf of the Company and all of you, I take this opportunity to thank our valued customers, investors, suppliers, bankers, consultants, the Member of the Board, the Government of India, the Government of Orissa and in particular, the NRIL collective, for their excellent support and co-ordination to achieve yet another year of success for the Company. We are committed to strive together as a team to attain the main objective of the Company while ensuring our economical, social & moral commitments.

I once again welcome you and thank you for the confidence you have reposed on us.

**Dated: 30.08.2023**

**Sd/-**

**Mrs. Sangeeta Nirmal Modi  
Chairperson & C.F.O**

# **N. R. INTERNATIONAL LIMITED**

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

---

**To**

**The Shareholders,**

NOTICE is hereby given that **32<sup>nd</sup> Annual General Meeting** of the shareholders of **M/s N.R. INTERNATIONAL LIMITED** will be held on **Saturday, 30<sup>th</sup> day of September, 2023. at 12:00 P. M.** through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility to transact the following business. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of the AGM.

---

## **Ordinary Business**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with Auditors' and Directors' Reports thereon for the year ended on that date.
2. To appoint a Director in place of Mrs. Sangeeta Nirmal Modi(holding DIN: 01963973), who retires by rotation at the ensuing Annual General Meeting, and being eligible, offer herself for re-appointment.

**Dated: -The 30<sup>th</sup> August, 2023**

**By order of the Board/-**

**Regd. Office : -"Draupadi Mansion",**  
3<sup>rd</sup>Floor, 11, Brabourne Road, (Mr. Saroj Kumar Panda)  
Kolkata - 700 001

**Sd/-**

**Company Secretary &  
Compliance Officer**

# **N. R. INTERNATIONAL LIMITED**

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

---

## **Notes:**

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 and the Rules made there under in respect of the special business set out in the notice, Secretarial Standard on General Meetings (SS2), wherever applicable, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) wherever applicable, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY (IES) TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. The Register of Members & Share Transfer Books of the Company will remain closed from 24th day of September, 2023 to 30th day of September, 2023 (Both days inclusive).
4. All requests for transfer of shares and allied matters along with the relevant transfer deeds and/or share certificates should be sent to the Company's Registrar and Share Transfer Agents, viz., ABS Consultant Pvt. Ltd.
5. The Company's shares are enlisted with NSDL and CDSL for participation into Electronic Depository System operated by them. Its shares are compulsorily to be traded in Electronic Form and the security bears code no. INE605F01017
6. Members are requested to notify immediately any change in their address to the Registrar and Share Transfer Agents of the Company quoting their folio numbers, to ensure prompt service.
7. Members holding shares in the same name under different folios are requested to apply for consolidation of such folios and send relevant Share Certificates to the Registrar and Share Transfer Agents of the Company.

## **N. R. INTERNATIONAL LIMITED**

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

---

8. Members are requested to produce the enclosed Attendance Slip at the entrance of the Office and bring their copies of Annual Report to the meeting, as extra copies will not be supplied. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by writing to the Registrar of the Company, ABS Consultant Pvt. Ltd., 99, Stephen House, 6th Floor, 4,B.B.D.Bag (E),Kolkata - 700001
9. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their email address, are entitled to receive such communication in physical form upon request.
10. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM. Members are requested to bring their admission slip along with copy of the Annual Report at the Annual General Meeting.
11. Members seeking information regarding financial accounts of the Company are requested to write to the Company at least 7 (seven) days before the date of meeting so as to enable the management to keep the information ready.
12. Re-appointment / Appointment of Directors: Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the information in respect of Directors being re-appointment has been provided in the section of Corporate Governance incorporated elsewhere in the Annual Report.
13. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
14. 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

## **N. R. INTERNATIONAL LIMITED**

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: [info@nrinternationalltd.in](mailto:info@nrinternationalltd.in)

Website: [www.nrinternationalltd.in](http://www.nrinternationalltd.in)

CIN: L74999WB1991PLC051738

---

Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA or to the Registered office of the Company.

15. The Annual Report of the Company for the year 2022-23 circulated to the Members of the Company will also be made available on the Company's website [www.nrinternationalltd.in](http://www.nrinternationalltd.in).
16. The Video link through which a member may be able to join the AGM will be shared separately.
17. Copies of Annual Report 2022-23 and Notice of 32<sup>nd</sup> AGM of the Company inter alia indicating manner of remote e-voting are being sent by electronic mode only to all the Members whose email address are registered with the Company/ Depository Participant(s) for communication purpose. Members may note that the notice of AGM and annual report are also available on the company's website [www.nrinternationalltd.in](http://www.nrinternationalltd.in). The notice of AGM and annual report will also be available on the website of Stock Exchanges ([www.bseindia.com](http://www.bseindia.com)).
18. Physical copy of the notice of the AGM and the annual report for the financial year 2022-23 has not been sent to members who have not registered their email addresses with the company/depository participants. The members will be entitled to a physical copy of the annual report for the financial year 2022-23, upon sending a request to the company secretary at the registered office of the Company
19. To protect the environment and disseminate all the communication promptly, Members who have not registered their E-mail ID so far are requested to register the same with the DP / RTA for receiving all the communications including Annual Reports, Notices, etc.
20. Information pursuant to the Listing Regulations and Secretarial Standards in respect of Appointment/Re-appointment of Directors

**(In pursuance of under Regulation 36(3) of SEBI (LODR) Regulations, 2015 & Secretarial Standards SS-2)**

|  |                      |
|--|----------------------|
| <b>Name of Director</b>                      | <b>Sangeeta Modi</b> |
| Date of Birth                                | 13/03/1965           |
| Date of 1 <sup>st</sup> appointment on Board | 10/05/2017           |
| Qualification                                | Graduate             |

## N. R. INTERNATIONAL LIMITED

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

|   |  |
|---|--|
| Experience in Specific Function area  | 23years experience in the field of Accounts, Finance & Management. |
| Directorship of other Companies<br>(Except Private Limited Companies)<br>(As on 31.03.2023) | NIL  |
| No of Meeting of the Board attended during the financial year 2022-23.                      | 6  |
| Shareholding as on 31 <sup>st</sup> March, 2023   | 32,83,624 shares   |
| Relationship with others Directors  | Mother of Mr. Vineet Modi<br>Mother-in-law of Mrs. Neetu Modi      |
| Remuneration sought to be paid  | 25,000/-   |
| Remuneration last drawn   | 25,000/-   |

21. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13.

### 22. Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 Members are provided with the facilities to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the Meeting ("remote e-voting) provided by Central Depository Services (India) Ltd. (CDSL).

The notice of the 32<sup>nd</sup> Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of remote e-Voting is being dispatched to all the Members.

The remote e-voting period begins on 27.09.2023 from 9.00 A.M. and ends on 29.09.2023 till 5.00 P.M. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off/entitlement date of 23.09.2023 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.



# N. R. INTERNATIONAL LIMITED

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

---

## THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTEE-VOTING AND E-VOTING DURING AGM/EGM AND JOININGMEETING THROUGH VC/OAVMARE AS UNDER:

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

| Type of shareholders | Login Method |
|----------------------|--------------|
|----------------------|--------------|

## N. R. INTERNATIONAL LIMITED

Registered Office: Draupadi Mansion, 3<sup>rd</sup> Floor, 11, Brabourne Road, Kolkata - 700 001

Phone: +91 9583011999, Email ID: info@nrinternationalltd.in

Website: www.nrinternationalltd.in

CIN: L74999WB1991PLC051738

|  |  |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol> |
| Individual Shareholders holding securities in demat mode with NSDL | <ol style="list-style-type: none"><li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service</li></ol>   |