

VISCO TRADE ASSOCIATES LIMITED

CIN: L57339WB1983PLC035628

NOTICE

Notice is hereby given that the 38th Annual General Meeting of the Company will be held on Wednesday, the 30th December, 2020 at 18, British Indian Street, 3rd Floor, Kolkata - 700069 at 4.30 P.M. to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2020 and the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Vinay Kumar Goenka, Director (DIN: 01687463), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Regd. Office:

18, British Indian Street,
Kolkata – 700 069

Date: 11.11.2020

**By order of the Board of Directors
For Visco Trade Associates Limited**

Sd/-
(Vinay Kumar Goenka)
Managing Director
DIN: 01687463

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NOTES:-

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING**

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

2. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. A proxy does not have the right to speak at the meeting and can vote only on a poll.
4. **The Register of Members and Share Transfer Books will remain closed from Wednesday, the 23rd day of December, 2020 to Wednesday, the 30th day of December, 2020 (both days inclusive).**
5. Members holding shares in physical form are requested to notify the change in their addresses to **M/s Maheshwari Datamatics Pvt. Ltd at 23, R.N. Mukherjee Road, 5th Floor, Kolkata-700001, Registrar and Share Transfer Agent (RTA) of the Company** or to the Company at its Registered Office Address. Always quote your Folio No. in all correspondence.
6. All relevant documents referred in the Notice will be available for inspection by the members at the Registered Office of the Company between 11:00 A.M. to 01:00 P.M. on any working day of the Company up to the date of the meeting.
7. A copy of this notice has been placed on the WEBSITE of the Company at www.viscotradeassociates.com.
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s), dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
9. 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 the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
10. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.
11. Electronic copy of the Annual Report for 2020 will be sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2019- 20 is to be sent in the permitted mode.

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12. The Ministry of Corporate Affairs (MCA) has come out with a circular Nos. 17/2011 dated 21/04/2011 & 18/2011 dated 29/04/2014 propagating “Green Initiative” encouraging Corporate to serve documents through electronic mode. Accordingly, those shareholders, who want the Annual Report in electronic mode, are requested to send their e-mail address.
13. Electronic copy of the Notice of the 38th Annual General Meeting of the Company, *inter alia*, indicating the process and manner of electronic voting (‘e-voting’) along with Attendance Slip, Proxy Form and Route Map is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 38th Annual General Meeting of the Company, *inter alia*, indicating the process and manner of e-voting along with Attendance Slip, Proxy Form and Route Map is being sent in the permitted mode.
14. Members may also note that the Notice of the 38th Annual General Meeting, Attendance Slip, Proxy Form, Route Map, Ballot Paper and the Annual Report for 2020 will also be available on the Company’s WEBSITE at www.viscotradeassociates.com for their download. The physical copies of the aforesaid documents will also be available at the Company’s Registered Office at Kolkata for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company’s Investor’s Email ID: tradevisco@gmail.com.
15. **Voting through electronic means**
 1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (‘Amended Rules 2015’) and Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at the 38th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by **CDSL**.
 2. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 3. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 4. The remote e-voting period commences on **27th December, 2020 (10:00 am)** and ends on **29th December, 2020 (5:00 pm)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 22nd December, 2020**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 5. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

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6. The process and manner for remote e-voting are as under:

- i. Member whose email IDs are registered with the Company/Depository Participants(s) will receive an email from Company/CDSL informing them of their User-ID and Password. Once the Members receive the email, he or she will need to go through the following steps to complete the e-voting process:
 - ii. Launch internet browser by typing the following **URL: <https://www.evotingindia.com/>**.
 - iii. Click on Shareholder – Login.
 - iv. Enter the user ID and password as initial password/PIN. Click Login.
 - v. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - vi. Now you are ready for remote e-voting as Cast Vote page opens.
 - vii. Cast your vote by selecting appropriate option and click on “Submit” and Remember to “Confirm” when prompted.
 - viii. Upon confirmation, the message “Vote cast successfully” will be displayed.
 - ix. Once you have voted on the resolution, you will not be allowed to modify your vote.
- 7.** In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy]:
- i. The Initial password is provided as below/at the bottom of the Attendance Slip for the AGM: **USER ID** _____ **PASSWORD/PIN** _____.
- 8.** 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 Password’ option available on the site to reset the password.
- 9.** If you are already registered with CDSL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- 10. The voting rights of members will be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd December, 2020.**
- 11. Mrs. Megha Chowdhury, Practicing Company Secretary (Membership No. 44567)** has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- 12.** The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- 13.** The Scrutinizer shall after the conclusion of voting at the AGM, 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 favour 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.

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14. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.viscotradeassociates.com and on the website of CDSL 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 **CSE- Kolkata & BSE - Mumbai**.
15. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 5:00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

Regd. Office:

18, British Indian Street,
Kolkata- 700 069.

**By order of the Board of Directors
For Visco Trade Associates Limited**

Date:- 11.11.2020

Sd/-
(Vinay Kumar Goenka)
Managing Director
DIN:01687463

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ANNEXURE TO THE NOTICE

Detail of Director seeking appointment/re-appointment at the forthcoming Annual General Meeting in pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Vinay Kumar Goenka
Director Identification Number (DIN)	01687463
Date of Birth	13/08/1987
Nationality	Indian
Date of Appointment on Board	01.01.2015
Qualification	B. Com
Expertise in specific functional area	Financial Matters
Shareholding in the Company	NIL
List of Directorships held in other Listed Companies (excluding foreign, private and Section 8 Companies)	NIL
Memberships /Chairmanships of Audit and Stakeholders' Relationship Committees across Public companies including Visco Trade Associates Limited	Membership - 1 Chairmanship – NIL
Relationships between the Directors inter-se	NIL

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ANNUAL REPORT - 2019-20

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BOARD OF DIRECTORS

Managing Director

Shri Vinay Kumar Goenka

Independent Directors

Smt. Anju Gupta
Shri Niranjana Kumar Choraria

AUDIT COMMITTEE

Chairman

Shri Niranjana Kumar Choraria

Members

Anju Gupta
Shri Vinay Kumar Goenka

NOMINATION & REMUNERATION COMMITTEE

Chairman

Shri Niranjana Kumar Choraria

Members

Anju Gupta
Shri Dipak Sundarka

COMPANY SECRETARY

Shri Gurpreet Singh Reehal – Resigned on 31.08.2019

Mrs. Manisha Khaitan – Appointed on 14.12.2019

CHIEF FINANCIAL OFFICER

Shri Manoj Kumar Singh

AUDITORS

M/s Das & Prasad,
Chartered Accountants
4, Chowringhee Road, Block-III, 8th Floor, Suite:
8F, Kolkata – 700 016
Phone: 033 22521911/12
E-Mail ID: d.pkolkata@yahoo.com

SECRETARIAL AUDITOR

CS Megha Chowdhury
Company Secretary
17/18/2, Sashi Bhusan Sarkar Lane, Nandibagan,
Howrah – 711106
Mobile: +91-8697227072 / +91-9830461861
E-mail : megha.lilha@gmail.com

REGISTRAR AND SHARE TRANSFER AGENT M/s Maheshwari Datamatics Private Limited

Corporate Office: 23, R N Mukherjee Road,
5th Floor, Kolkata - 700 001.
Phone : 033 22435029 / 22482248
E-Mail ID: mdpldc@yahoo.com

REGISTERED OFFICE

Regd. Office: 18, British Indian Street 3rd Floor Kolkata
Kolkata WB 700069
Phone: 033-64444427; E-Mail ID: tradevisco@gmail.com
Website: www.viscotradeassociates.com

BANKER

M/s Axis Bank Limited
Park Street, Branch, Kolkata – 700 016

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