



EASTERN LOGICA INFOWAY LTD.

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Okhla Industrial Area,
New Delhi - 110 020
☎ + 91 11 43035417
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web:www.easternlogica.com
CIN:U30007WB1995PLC073218

NOTICE TO THE MEMBERS

NOTICE is hereby given that the Annual General Meeting of the Members of **EASTERN LOGICA INFOWAY LIMITED** will be held on **THURSDAY** the **29TH** day of **SEPTEMBER, 2022** at **4.00 PM** at 2 Saklat Place 1st Floor Kolkata - 700072 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2022, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rakesh Kumar Goel, who retires by rotation, and being eligible offers himself for reappointment.
3. To consider and if thought fit, to Re-appoint M/S R. Rampuria & Company as statutory auditor of the company, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139 of the Companies Act, 2013, M/S. **R. RAMPURIA & COMPANY** (Chartered Accountants) (FRN 325211E), be and are hereby appointed as the Statutory Auditors of the Company for the period of five years from the financial years 2022-23 to 2026-27 to hold office from the conclusion of this Annual General Meeting until conclusion of the Twenty Seven Annual General Meeting of the Company and the Board of Directors be and are hereby authorized to fix such remuneration after consultation with the auditors, and that such remuneration may be paid on a progressive billing basis to be agreed upon between the auditors and the Board of Directors.

SPECIAL BUSINESS

4. ORDINARY RESOLUTION FOR REGULARISATION OF ADDITIONAL DIRECTOR, MR. NIL KAMAL SAMANTA -:

“RESOLVED THAT Mr. Nil Kamal Samanta (DIN: 09716368), who was appointed as an Additional Director who holds office upto the date of this Annual General Meeting by the Board of Directors with effect from August 26th, 2022 as per section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has consented to act as Director of the Company 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 Director, be and is hereby appointed as a Director of the Company.”

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

5. **ORDINARY RESOLUTION FOR REGULARISATION OF ADDITIONAL DIRECTOR, MS. VINITA SARAF -:**

“RESOLVED THAT Ms. Vinita Saraf, who was appointed as an Additional Director who holds office upto the date of this Annual General Meeting by the Board of Directors with effect from August 29th, 2022 as per section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has consented to act as Director of the Company 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 Director, be and is hereby appointed as a Director of the Company.”

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

6. **ORDINARY RESOLUTION FOR REGULARISATION OF ADDITIONAL DIRECTOR, MR. DINESH ARYA -:**

“RESOLVED THAT Mr. Dinesh Arya, who was appointed as an Additional Director who holds office upto the date of this Annual General Meeting by the Board of Directors with effect from July 1st, 2022 as per section 161(1) of the Companies Act, 2013 (the “Act”) and who is eligible for appointment and has consented to act as Director of the Company 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 Director, be and is hereby appointed as a Director of the Company.”

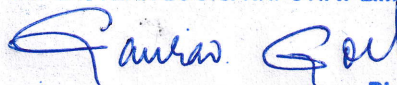
RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

Registered Office:

2 Saklat Place 1st Floor,
Kolkata - 700072.

**By Order of the Board
For EASTERN LOGICA INFOWAY LIMITED**

For EASTERN LOGICA INFOWAY LIMITED


Director

**GAURAV GOEL
(MANAGING DIRECTOR)
DIN: 00432340**

(Date: 03/09/2022)

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 AND UNDER SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2):

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 3, 4, 5 & 6 of the accompanying Notice dated 05-09-2022.

ITEM NO. 3

Re- appointment of M/S. R. RAMPURIA & COMPANY, Chartered Accountants, as the statutory auditor of the company-

Though not mandatory, this statement is provided for reference.

As per the provisions of Companies Act, 2013 read with rules made thereunder no listed Company shall appoint an audit firm as auditor for more than two consecutive terms of five years and an audit firm which has completed its term shall not be eligible for reappointment as auditor in the same company. Accordingly, the term of the existing Statutory Auditors, M/S. R. RAMPURIA & COMPANY, Chartered Accountants, Kolkata, is coming to end. The Board of Directors have recommended Re-appointment of M/S. R. RAMPURIA & COMPANY, Chartered Accountants, Kolkata as the Statutory Auditors of the Company, to hold Office from the conclusion of the ensuing Annual General Meeting till the conclusion of the Annual General Meeting to be held for the financial year ending 31st March, 2027.

M/S. R. RAMPURIA & COMPANY, Chartered Accountants (FRN 325211E), have consented to the said appointment and confirmed that their appointment, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at item no. 3 of the notice.

The Board recommends the resolution set forth in item No.3 of the notice for approval of the members.

ITEM NO. 4

Regularisation of Additional Director, Mr. Nil Kamal Samanta (DIN: 09716368) by appointing him as Independent Director of the Company-

Mr. Nil Kamal Samanta (DIN: 09716368), was appointed as an Additional Independent Director with effect from August 26th, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Nil Kamal Samanta on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 4 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Nil Kamal Samanta himself, in any way concerned or interested, in the said resolution.

The board recommends the said resolution to be passed as an ordinary resolution.

ITEM NO. 5

Regularisation of Additional Director, Ms. Vinita Saraf (DIN: 09719904) by appointing her as Independent Director of the Company

Ms. Vinita Saraf (DIN: 09719904), was appointed as an Additional Independent Director with effect from August 29th, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Ms. Vinita Saraf on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No. 5 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Nil Kamal Samanta himself, in any way concerned or interested, in the said resolution.

The board recommends the said resolution to be passed as an ordinary resolution.

ITEM NO. 6

Regularisation of Additional Director, Mr. Dinesh Arya (DIN: 00168213) by appointing him as Independent Director of the Company-

Mr. Dinesh Arya (DIN: 00168213), was appointed as an Additional Independent Director with effect from July 1st, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Dinesh Arya on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No. 6 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Dinesh Arya himself, in any way concerned or interested, in the said resolution.

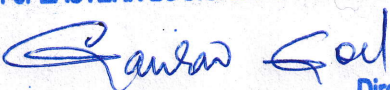
The board recommends the said resolution to be passed as an ordinary resolution.

Registered Office:

2 Saklat Place 1st Floor,
Kolkata - 700072.

**By Order of the Board
For EASTERN LOGICA INFOWAY LIMITED**

For EASTERN LOGICA INFOWAY LIMITED


Director

**GAURAV GOEL
(MANAGING DIRECTOR)
DIN: 00432340**

(Date: 03/09/2022)

Form No. MGT-11**Proxy form**

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

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
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 Annual General Meeting of the company, to be held on the 29th day of September, 2022 at 4.00 P.m. at 2, Saklat Place 1ST Floor Kolkata-700072 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2022.		
2.	Re-appointment of Mr. Rakesh Kumar Goel, who retires by rotation.		
3.	Re-appointment of M/s. R. Rampuria & Company, Chartered Accountants as Statutory Auditors from the F.Y 2022-23 till 2026-27.		
4.	Regularisation of Additional Director, Mr. Nil Kamal Samanta (DIN: 09716368), by appointing her as Independent Director of the Company.		
5.	Regularisation of Additional Director, Ms. Vinita Saraf (DIN: 09719904) by appointing her as Independent Director of the Company.		
6.	Regularisation of Additional Director, Mr. Dinesh Arya (DIN: 00168213) by appointing her as Independent Director of the Company.		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 2022

Affix
Revenue
Stamps

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder
across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

1. I hereby record my presence at the Annual General Meeting of the Company, to be held on Thursday, 29th day of September, 2, Saklat Place 1ST Floor Kolkata- 700072 at 4.00 p.m.

Full Name of the member (in BLOCK LETTERS):	
Registered Folio/DP ID & Client ID	

Full Name of the Proxy (in BLOCK LETTERS):	
Signature of the Member/ Proxy Present.	