



NOTICE OF 44TH ANNUAL GENERAL MEETING

Notice is hereby given that the **44th Annual General Meeting** of the Members of Purbasha Resources Limited (the “Company”) will be held on **Thursday, 20th June, 2024**, at 12 Noon (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 along with the Report of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Vikash Agarwal Binjrajka (DIN: 00012978), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. To appoint Mr. Rajesh Kumar Gupta (DIN: 05273493) as Independent Director of the Company and to consider and, if thought fit, to pass with or without modification(s), the following resolutions as a **Special Resolution:**

“**Resolved That** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, Mr. Rajesh Kumar Gupta (DIN: 05273493) who was appointed by the Board of Directors (“the Board”) based on the recommendation of Nomination and Remuneration Committee, as an Additional Director of the Company and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years, effective from 29th March, 2024 to 28th March, 2029.

Resolved Further That the Board be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”



4. To appoint Mr. Sanjay Kumar Sikaria (DIN: 01194041) as Independent Director of the Company and to consider and, if thought fit, to pass with or without modification(s), the following resolutions as a **Special Resolution**:

“Resolved That pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, Mr. Sanjay Kumar Sikaria (DIN: 01194041) who was appointed by the Board of Directors (“the Board”) based on the recommendation of Nomination and Remuneration Committee, as an Additional Director of the Company and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years, effective from 29th March, 2024 to 28th March, 2029.

Resolved Further That the Board be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. To appoint Mr. Kamal Kant Agarwal (DIN: 01019753) as Independent Director of the Company and to consider and, if thought fit, to pass with or without modification(s), the following resolutions as a **Special Resolution**:

“Resolved That pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, Mr. Kamal Kant Agarwal (DIN: 01019753) who was appointed by the Board of Directors (“the Board”) based on the recommendation of Nomination and Remuneration Committee, as an Additional Director of the Company and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years, effective from 29th March, 2024 to 28th March, 2029.

Resolved Further That the Board be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”



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6. To appoint Mr. Vijay Kumar Choudhary (DIN: 01234326) as Independent Director of the Company and to consider and, if thought fit, to pass with or without modification(s), the following resolutions as a **Special Resolution**:

“Resolved That pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, Mr. Vijay Kumar Choudhary (DIN: 01234326) who was appointed by the Board of Directors (“the Board”) based on the recommendation of Nomination and Remuneration Committee, as an Additional Director of the Company and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years, effective from 29th March, 2024 to 28th March, 2029.

Resolved Further That the Board be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board
Purbasha Resources Limited**

**Vikash Agarwal Binrajka
Chairman
DIN: 00012978**

**Place: Kolkata
Date: 7th May, 2024**



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Notes:

1. The Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) vide its circulars issued from time to time have allowed companies to hold Annual General Meeting through video conferencing (“VC”) or other audio visual means (“OAVM”), without the physical presence of members at a common venue. Hence, in compliance with the said Circulars, the 44th Annual General Meeting (the “AGM”) of the Company is being held through VC. The deemed venue for the AGM will be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 3, 4,5 & 6 forms part of the Notice convening the 44th AGM of the company (the “Notice”) and the details required under Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/ re-appointment at this AGM is furnished as an Annexure to the Notice.
3. In terms of the MCA Circulars and the SEBI Circulars, the requirement of sending proxy forms to holders of securities as per provisions of Section 105 of the Act read with Regulation 44(4) of the Listing Regulations has been dispensed with. Therefore, the facility to appoint proxy by the Members will not be available and consequently, the proxy form and attendance slip including route map are not annexed to this Notice.
4. Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to send a scanned certified true copy (Pdf/Jpeg format) of the Board resolution / authorization letter to the Scrutinizer by e-mail at cs.amberahmad@gmail.com or to the Company at secretarial@purbasharesources.in.
6. In accordance with the aforesaid MCA Circulars and SEBI Circulars, Notice along with the Annual Report of the Company for the financial year ended 31st March, 2024, will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or Depositories or Depository Participants or Registrars and Share Transfer Agent (RTA). Members may note that the Notice along with the Annual Report of the Company for the financial year ended 31st March, 2024 will also be available on the Company’s website at www.purbasharesources.in and website of the Calcutta Stock Exchange, i.e. CSE Limited at www.cse-india.com. The AGM Notice shall also be available on the website of Central Depository Services (India) Limited (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.



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7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act will be available for inspection in electronic mode. Members can inspect the same by sending an e-mail to the Company at secretarial@purbasharesources.in.

8. Pursuant to the provisions of Section 91 of the Act the Register of Members and Share Transfer Books of the Company shall remain closed from **Friday, 14th June, 2024 to Thursday, 20th June, 2024** (both days inclusive).

9. Any person who becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e., **Thursday, 13th June, 2024** can obtain the same by downloading it from the Company's Website: www.purbasharesources.in or may request for the same by writing to the Company at secretarial@purbasharesources.in by mentioning their Folio No. / DP ID and Client ID to obtain the Login ID & Password for e-voting.

10. SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 read with SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated 14th December, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 mandated furnishing of Permanent Account Number ('PAN'), KYC details viz. Contact Details (Postal Address, Mobile Number and E-mail), Bank Details, Nomination etc. by holders of physical securities. In compliance with the same, Company had sent letters to the Members along with the following annexures for furnishing the required details:

Particulars	Forms
Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /update thereof	ISR - 1
Confirmation of Signature of shareholder by the Banker	ISR - 2
Registration of Nomination	SH - 13
Cancellation or Variation of Nomination	SH - 14
Declaration to opt out of Nomination	ISR - 3

Attention of the Members holding shares of the Company in physical form is invited to go through and submit the above mentioned forms with requisite documents. The above mentioned forms can be downloaded from the Company's website at www.purbasharesources.in or from RTA's website www.nichetechpl.com. Any service request by holders of physical securities shall be entertained only upon registration of the above-mentioned required details.

Further as per SEBI circular dated 17th November, 2023 relaxation has been provided based on the representation received from the stakeholders and the provision of freezing of folios and referring such folios to the Benami Transactions (Prohibitions) Act, 1988 and / or Prevention of Money Laundering Act, 2002 has been dispensed with.



PROCESS TO INTIMATE / UPDATE CHANGES IN POSTAL ADDRESS, E-MAIL ADDRESS, MOBILE NUMBER, PAN, NOMINATION ETC.

1. **For Physical shareholders-** Please refer the Forms as mentioned in Point No. – 10. The said Forms, as applicable, along with requisite supporting documents are to be provided to Niche Technologies Private Limited at 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700 017, or e-mail (with Name and folio numbers) at nichetechpl@nicetechpl.com.

2. **For Demat shareholders** - Please intimate / update necessary details with your respective Depository Participant (DP).

Updation of e-mail id & mobile no. is mandatory for availing e-voting facility & joining AGM in case of individual Demat Shareholders.

11.Regulation 40 of the Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission, transposition etc. In view of this, Members holding shares in physical form are requested to consider converting their holdings to demat mode. Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of the Company's RTA at www.nichetechpl.com. Any shareholder who is desirous of dematerializing their securities may write to the Company at secretarial@purbasharesources.in or to the Registrar and Share Transfer Agent at nichetechpl@nicetechpl.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

12. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations read with the MCA / SEBI Circulars in relation to e-Voting Facility provided by Listed Entities, the Company is pleased to facilitate its Members, to transact businesses as mentioned in the AGM Notice by voting through electronic means (e-Voting). For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a Member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.



II. THE INTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The remote e-voting period commences on **Monday, 17th June, 2024 at 9.00 a.m. and ends on Wednesday, 19th June, 2024 at 5:00 p.m.** During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Thursday, 13th June, 2024**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on 'e-voting facility provided by Listed Companies', e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

Pursuant to aforesaid SEBI Circular, **Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode i.e., with CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none">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 users to login to Easi / Easiest are requested to visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also link provided to access the system of all e-Voting Service Providers so that the user can visit the e-Voting service provider's website directly.



	<p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile no. & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also be able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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: https://eservices.nsd.com 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the AGM.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online” for IDeAS Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number holding with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the AGM.</p>
<p>Individual Shareholders (holding securities in demat mode)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option,</p>



login through their Depository Participants	you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the AGM.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at telephone nos.: 022-4886 7000 and 022-2499 7000.

(iv) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form:

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:



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For Physical shareholders and other than individual shareholders holding shares in Demat	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company's record in order to login. • If both the details are not recorded with the Depository or Company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on "**SUBMIT**" tab.
- (vi) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Company Name i.e. **PURBASHA RESOURCES LIMITED** on which you choose to vote.
- (ix) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "**YES / NO**" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- (xi) After selecting the Resolution you have decided to vote, click on "**SUBMIT**". A confirmation box will be displayed. If you wish to confirm your vote, click on "**OK**", else to change your vote, click on "**CANCEL**" and accordingly modify your vote.
- (xii) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take out print of the voting done by you by clicking on "**Click here to print**" option on the Voting page.



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- (xiv) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – Remote Voting only**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be mandatorily uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. mandatorily together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the e-mail address viz; cs.amberahmad@gmail.com, secretarial@purbasharesources.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

III. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.



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4. The facility for the Members to join the AGM through VC/OAVM will be available 30 minutes before the meeting and may close not earlier than 30 minutes after the commencement of the AGM.
5. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
6. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
7. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
8. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **5 days prior to AGM** mentioning their name, demat account number/folio number, e-mail id, mobile number at secretarial@purbasharesources.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to AGM** mentioning their name, demat account number/folio number, e-mail id, mobile number at secretarial@purbasharesources.in. These queries will be replied to by the Company suitably by e-mail.
9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
10. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through Remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
11. If any Votes are cast by the shareholders through e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



14. GENERAL INFORMATION FOR SHAREHOLDERS

- a. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date **Thursday, 13th June, 2024**. A person who is not a Member as on cut off date should treat this Notice for information purpose only.
 - b. Investors who became Members of the Company subsequent to the dispatch of the Notice / E-mail and hold the shares as on the cut-off date i.e. **Thursday, 13th June, 2024** are requested to send written / e-mail communication to the Company at secretarial@purbasharesources.in by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
 - c. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
 - d. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an e-mail to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
 - e. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.
15. The Board of Directors has appointed CS Amber Ahmad, Proprietor, M/s. Amber Ahmad & Associates [FRN: S2017WB533700], or failing whom, such other practicing company secretary as the Board of Directors of the Company may appoint, as the Scrutinizer for scrutinizing the process of remote e-Voting and also e-Voting during the Meeting in a fair and transparent manner. The Scrutinizer will submit not later than two (2) working 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 of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
16. The Resolutions proposed in the Notice will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.purbasharesources.in and on the website of CDSL www.evotingindia.com. The same will be communicated to the Calcutta Stock Exchange Limited where the shares of the company are listed.



Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Additional Information pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meetings

Item No. 3

The Board of Directors at its meeting held on 29th March, 2024 appointed Mr. Rajesh Kumar Gupta (DIN: 05273493) as an additional director in the capacity of Independent Director for a term of five consecutive years effective from 29th March, 2024 to 28th March, 2029 subject to approval of the Members at the ensuing Annual General Meeting (AGM).

Mr. Gupta is qualified to be appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("Act") and has given his consent to act as a Director. The Company has also received declaration from Mr. Gupta that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and under the Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority.

The Company has received a notice in writing by a Member proposing his candidature under Section 160 of the Act.

Mr. Gupta possesses appropriate skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. Considering his diverse experience and professional competence his induction on the Board will be in the overall interest of the Company. Mr. Gupta's candidature is in conformity with the requirements of the Act and the Listing Regulations. Further, in the opinion of the Committee and the Board, Mr. Gupta fulfils the conditions specified in the Act read with the Rules made thereunder and the Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company. The copy of letter of appointment issued to Mr. Gupta setting out the terms and conditions of his appointment is available electronically for inspection by the Members.

Mr. Gupta holds 2,000 shares in his individual capacity and does not holds any shares on a beneficial basis for any other person. Brief profile of Mr. Gupta is set out in the "Information of Director pursuant to the Regulation 36(3) of the Listing Regulations read with Secretarial Standard - 2 on General Meetings" which is annexed with the Notice.

Mr. Gupta and his relatives are interested in this resolution to the extent of his appointment. None of the other Directors or Key Managerial Personnel of the Company, or their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Resolution to be passed as a Special Resolution by the Members of the Company.

Item No. 4

The Board of Directors at its meeting held on 29th March, 2024 appointed Mr. Sanjay Kumar Sikaria (DIN: 01194041) as an additional director in the capacity of Independent Director for a term of five consecutive years effective from 29th March, 2024 to 28th March, 2029 subject to approval of the Members at the ensuing AGM.



Mr. Sikaria is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Mr. Sikaria that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and under the Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority.

The Company has received a notice in writing by a Member proposing his candidature under Section 160 of the Act.

Mr. Sikaria possesses appropriate skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. Considering his diverse experience and competence his induction on the Board will be in the overall interest of the Company. Mr. Sikaria's candidature is in conformity with the requirements of the Act and the Listing Regulations. Further, in the opinion of the Committee and the Board, Mr. Sikaria fulfils the conditions specified in the Act read with the Rules made thereunder and the Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company. The copy of letter of appointment issued to Mr. Sikaria setting out the terms and conditions of his appointment is available electronically for inspection by the members.

Mr. Sikaria holds 500 shares in his individual capacity and does not holds any shares on a beneficial basis for any other person. Brief profile of Mr. Sikaria is set out in the "Information of Director pursuant to the Regulation 36(3) of the Listing Regulations read with Secretarial Standard - 2 on General Meetings" which is annexed with the Notice.

Mr. Sikaria and his relatives are interested in this resolution to the extent of his appointment. None of the other Directors or Key Managerial Personnel of the Company, or their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Resolution to be passed as a Special Resolution by the Members of the Company.

Item No. 5

The Board of Directors at its meeting held on 29th March, 2024 appointed Mr. Kamal Kant Agarwal (DIN: 01019753) as an additional director in the capacity of Independent Director for a term of five consecutive years effective from 29th March, 2024 to 28th March, 2029 subject to approval of the Members at the ensuing AGM.

Mr. Agarwal is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Mr. Agarwal that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and under the Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority.

The Company has received a notice in writing by a member proposing his candidature under Section 160 of the Act.



Mr. Agarwal possesses appropriate skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. Considering his diverse experience and competence his induction on the Board will be in the overall interest of the Company. Mr. Agarwal's candidature is in conformity with the requirements of the Act and the Listing Regulations. Further, in the opinion of the Committee and the Board, Mr. Agarwal fulfils the conditions specified in the Act read with the Rules made thereunder and the Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company. The copy of letter of appointment issued to Mr. Agarwal setting out the terms and conditions of his appointment is available electronically for inspection by the members.

Mr. Agarwal does not hold any share in the Company in his individual capacity or on a beneficial basis for any other person. Brief profile of Mr. Agarwal is set out in the "Information of Director pursuant to the Regulation 36(3) of the Listing Regulations read with Secretarial Standard - 2 on General Meetings" which is annexed with the Notice.

Mr. Agarwal is interested in this resolution to the extent of his appointment. None of the other Directors or Key Managerial Personnel of the Company, or their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Resolution to be passed as a Special Resolution by the Members of the Company.

Item No. 6

The Board of Directors at its meeting held on 29th March, 2024 appointed Mr. Vijay Kumar Choudhary (DIN: 01234326) as an additional director in the capacity of Independent Director for a term of five consecutive years effective from 29th March, 2024 to 28th March, 2029 subject to approval of the Members at the ensuing AGM.

Mr. Choudhary is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Mr. Choudhary that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and under the Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority.

The Company has received a notice in writing by a member proposing his candidature under Section 160 of the Act.

Mr. Choudhary possesses appropriate skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. Considering his diverse experience and competence his induction on the Board will be in the overall interest of the Company. Mr. Choudhary's candidature is in conformity with the requirements of the Act and the Listing Regulations. Further, in the opinion of the Committee and the Board, Mr. Choudhary fulfils the conditions specified in the Act read with the Rules made thereunder and the Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company. The copy of letter of appointment issued to Mr. Choudhary setting out the terms and conditions of his appointment is available electronically for inspection by the members.



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Mr. Choudhary holds 10,500 shares in his individual capacity and does not hold any shares on a beneficial basis for any other person. Brief profile of Mr. Choudhary is set out in the “Information of Director pursuant to the Regulation 36(3) of the Listing Regulations read with Secretarial Standard - 2 on General Meetings” which is annexed with the Notice.

Mr. Choudhary and his relatives are interested in this resolution to the extent of his appointment. None of the other Directors or Key Managerial Personnel of the Company, or their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Resolution to be passed as a Special Resolution by the Members of the Company.



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Annexure to the Notice

Details of the Directors seeking appointment/re-appointment at the 44thAGM pursuant to Regulation 36(3) of the Listing Regulations read with Secretarial Standard - 2 on General Meetings

Particulars	Details	
Name of the Director	Vikash Agarwal Binrajka	Rajesh Kumar Gupta
DIN	00012978	05273493
Date of Birth / Age	14.12.1968	28.01.1969
Date of first appointment on the Board	27.12.1994	29.03.2024
Qualification	Bachelor's degree in Commerce	Bachelor's degree in Science and Chartered Accountant
Brief Resume / Experience	Mr. Vikash Agarwal Binrajka is the Promoter Director of the Company. He has been in the Industry since last 29 years and has been managing it effectively and efficiently. He is adept at taking intricate business decisions. He has vast experience of handling various business transactions and taking administrative decisions. He is also on the Board of several other Companies.	Mr. Rajesh Kumar Gupta is a Fellow member of the Institute of Chartered Accountants of India and a physics graduate from Calcutta University. He has more than 30 years of experience in the field of Corporate Finance and Investment Banking.
Terms and conditions of Appointment / Reappointment	As per Item no. 2 of the Notice convening this AGM.	As per Item no. 3 of the Notice convening this AGM.
Remuneration for F.Y. 2023-24	Mr. Vikash Agarwal Binrajka voluntarily chose not to receive any remuneration for the services rendered by him.	Mr. Rajesh Kumar Gupta voluntarily chose not to receive any remuneration for the services rendered by him.
Remuneration proposed to be paid		
Directorship	<ol style="list-style-type: none"> 1. Express Brewery Private Limited 2. Suncare Formulations Private Limited 3. Epic Marketing Company Private Limited 4. Priyadarshni Housing Private Limited 5. Saidham Mercantile Private Limited 6. Optimize IT Systems Private Limited 7. Hi Value Developers Private Limited 8. Dunes Realcon Private Limited 9. Richa Trading Company Private Limited 10. Biobritte Agro Solutions Private Limited 	None



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Particulars	Details	
Membership & Chairmanship of Committees of Board of Directors	None	None
Shareholding in the Company including shareholding as a beneficial owner as on 31 st March, 2024	3,71,400	2,000
Relationship with any Director / KMP of the company	Brother-in-law of Ms. Vithika Agrawal Binrajka	None
No of Board meetings attended during F.Y. 2023-24	6	*--
Listed entities from which the Director has resigned in the past three years	None	None

Particulars	Details	
Name of the Director	Sanjay Kumar Sikaria	Kamal Kant Agarwal
DIN	01194041	01019753
Date of Birth / Age	04.01.1967	07.01.1974
Date of first appointment on the Board	29.03.2024	29.03.2024
Qualification	Bachelor's degree in Commerce	Bachelor's degree in Arts
Brief Resume / Experience	Mr. Sanjay Kumar Sikaria is a commerce graduate and has experience of around 22 years in handling business operations. He has expertise in financial management and has handled various projects on behalf of the companies. He has vast experience of handling various business transactions and taking administrative decisions.	Mr. Kamal Kant Agarwal is an Arts graduate from Delhi University and holds Diploma in Sales and Marketing. He has been on the Board of several other Companies and has vast experience in general management and marketing management.
Terms and conditions of Appointment / Reappointment	As per Item no. 4 of the Notice convening this AGM.	As per Item no. 5 of the Notice convening this AGM.
Remuneration for F.Y. 2023-24	Mr. Sanjay Kumar Sikaria voluntarily chose not to receive any remuneration for the services rendered by him.	Mr. Kamal Kant Agarwal voluntarily chose not to receive any remuneration for the services rendered by him.
Remuneration proposed to be paid		



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Particulars	Details	
Directorship	1. Suncare Formulations Private Limited 2. Suncare Pharmaceuticals Private Limited 3. Fulwari Greens Properties Private Limited 4. Uni-Scientific Research and Analytical Foundation 5. Tie Dehradun Forum	1. Kanchunjangha Distilleries Private Limited 2. Sunflower Vanijya Private Limited
Membership & Chairmanship of Committees of Board of Directors	None	None
Shareholding in the Company including shareholding as a beneficial owner as on 31 st March, 2024	500	-
Relationship with any Director / KMP of the company	None	None
No of Board meetings attended during F.Y. 2023-24	*--	*--
Listed entities from which the Director has resigned in the past three years	None	None

Particulars	Details
Name of the Director	Vijay Kumar Choudhary
DIN	01234326
Date of Birth / Age	05.02.1958
Date of first appointment on the Board	29.03.2024
Qualification	Bachelor's degree in Commerce
Brief Resume / Experience	Mr. Vijay Kumar Choudhary is a commerce graduate having vast knowledge in the field of Finance and Management. He is experienced in handling various business transactions and taking administrative decisions. He is also on board of a Non Banking Financial Company as well.
Terms and conditions of Appointment / Reappointment	As per Item no. 6 of the Notice convening this AGM.
Remuneration for F.Y. 2023-24	Mr. Vijay Kumar Choudhary voluntarily chose not to receive any remuneration for the services rendered by him.
Remuneration proposed to be paid	



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Particulars	Details
Directorship	1. Saidham Mercantile Private Limited 2. Richa Trading Company Private Limited
Membership & Chairmanship of Committees of Board of Directors	None
Shareholding in the Company including shareholding as a beneficial owner as on 31 st March, 2024	10,500
Relationship with any Director / KMP of the company	None
No of Board meetings attended during F.Y. 2023-24	*--
Listed entities from which the Director has resigned in the past three years	None

*** Appointed wef 29th March, 2024**