



Second Vivekananda Bridge Tollway Company Private Limited

Infinity Building, 8th Floor, Block-GP, Sector - V, Salt Lake Electronics Complex, Kolkata-700 091

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CIN No: U45201WB2001PTC109652

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NOTICE TO THE MEMBERS

Shorter Notice is hereby given that 21st adjourned Annual General Meeting of the Shareholders of the Second Vivekananda Bridge Tollway Company Private Limited will be held on Friday, the 26th day of August, 2022 at 11:00 am at the Registered Office of the Company situated at Infinity Building, 8th Floor, Block –GP, Sector- V, Salt Lake Electronics Complex, Kolkata-700 091, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022, and the Statement of Profit & Loss Account for the financial year ended on that date and Reports of Directors and Auditors thereon.
2. To declare dividend for the Financial Year 2021-22.

SPECIAL BUSINESS:

3. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2023 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT**, pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for time being in force), the remuneration of Rs. 2,00,000/- per annum plus goods and service tax as applicable and including out of pocket expenses payable to M/s. Shome & Banerjee, (Firm Registration No 000001), Cost Accountant, appointed by the Directors of the Company for the Financial Year ending 31st March, 2023, be and is hereby ratified”.

For and on behalf of Second Vivekananda Bridge Tollway Company Pvt Ltd

Priyanka Sharma

Company Secretary

Place: Kolkata

Date: 19th August, 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 AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument appointing proxy in order to be effective must be received at the Registered Office of the Company at any time but not less than 48 hours before the time of the meeting.

Continuation Sheet

Second Vivekananda Bridge Tollway Company Private Limited

3. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the meeting.
4. Members/proxies should bring the enclosed Attendance Slip duly filled in for attending the Meeting.
5. Dividend on equity shares, when approved at the Meeting, will be paid to those members:
 - (a) Whose names appear as Members in the Register of Members of the Company as on the date of 21st Annual General Meeting scheduled on 19th August, 2022.
6. 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.
7. Statutory Registers and documents referred to in accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours between 9 am to 6 pm on any working day excluding Saturday and Sunday prior to the date of Meeting and will also be available for inspection during the Meeting.

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013

Item No. 1:

The Board, on recommendation of the Audit Committee, at its meeting held on 15th July, 2022, has considered and approved the appointment of M/s. Shome & Banerjee, Cost Accountant (Firm Registration No 000001), as the Cost Auditor of the Company for the Financial Year 2022-23 at a remuneration of Rs. 2,00,000/- per annum including out of pocket expenses plus GST as applicable.

In accordance with provisions of Section 148(3) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, the remuneration payable to the Cost Auditor has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 1 of the Notice for ratification of the remuneration payable to the Cost Auditor for the Financial Year 2022-23.

None of the Directors, Key Managerial Personnel of the Company or their relatives is interested or concerned in the resolution set out at Item No. 1 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the shareholders.

For and on behalf of Second Vivekananda Bridge Tollway Company Pvt Ltd



Priyanka Sharma
Company Secretary

Place: Kolkata

Date: 19th August, 2022



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SECOND VIVEKANANDA BRIDGE TOLLWAY COMPANY PRIVATE LIMITED

**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]

CIN: U45201WB2001PTC109652

Name of the Company: Second Vivekananda Bridge Tollway Company Private Limited
Registered Office: Infinity Building, 8th Floor
Block- GP, Sector- V
Salt Lake Electronics Complex
Kolkata- 700 091, West Bengal (India)

Name of the Member(s): Registered address: E-mail Id: Folio No/ Clint Id: DP ID:
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I/ We being the member of, holdingshares, hereby appoint

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

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

3. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on day of ata.m./p.m. at the registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution No	Description
Ordinary Business	
1.	Consider and adopt: Audited Financial Statements, Report of the Directors and Auditors for the year ended 31 st March, 2022.
2.	Declaration of dividend for the Financial Year 2021-22.
Special Business	
3.	Ratification of remuneration of Cost Auditor for the FY 2022-23.

Signed this day of..... 2022

Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: 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.



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SECOND VIVEKANANDA BRIDGE TOLLWAY COMPANY PRIVATE LIMITED

ATTENDANCE SLIP

**SECOND VIVEKANANDA BRIDGE TOLLWAY COMPANY PRIVATE LIMITED
CIN: U45201WB2001PTC109652**

**Regd. Office: Infinity Building, 8th Floor, Block-GP, Sector -V, Salt Lake Electronics
Complex, Kolkata- 700 091**

21st Annual General Meeting, _____ day, _____, 2022 at ____:00 AM

Client Id/ Regd. Folio No. _____

No. of shares _____

I certify that I am registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 21st Annual General Meeting of the Company, to be held on _____ day, ____th _____, 2022 at ____ am/pm at the registered office of the Company at Infinity Building, 8th Floor, Block-GP, Sector -V, Salt Lake Electronics Complex, Kolkata-700 091.

Name of the member/proxy

Signature of the member/proxy

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

