



☎ : 2229-9897/8606
Fax : 033-2249-6826

NOTICE

Notice is hereby given that the 22nd Annual General Meeting of Eastern Gases Ltd. will be held at Smriti Charitable Medical Centre, 81, K.P.Roy Lane, Haltu, Kolkata – 700078 on Monday 25th day of September, 2017 at 11:00 A.M. to transact the following businesses:-

AS ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Accounts of the Company for the Financial Year ended 31st March, 2017, Balance Sheet as at that date and the report of the Directors and Auditors thereon.
- 2) To appoint a Director in place of Mr. Sushil Kumar Bhansali (holding DIN: 00344931), who retires by rotation, and being eligible, offers himself for re-appointment.
- 3) **Ratification of Auditors' Appointment**

To consider and if thought fit to pass with or without modification(s) the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Audit and Auditors) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s C B C & Associates., Chartered Accountants, (FRN No. 325794E), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2018."

AS SPECIAL BUSINESS:

- 4) **REGULARISING THE APPOINTMENT OF MR. DHARMENDAR SHAW AS NON EXECUTIVE INDEPENDENT DIRECTOR**

To consider and if thought fit, to pass, with or without modification(S) the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, and subject to the approval of shareholders in general meeting, Mr. Dharmendar Shaw who was appointed as an Additional Non-Executive Independent Director in the meeting of the Board of Directors held on 13th April 2017 and whose term expires at the ensuing Annual General Meeting of the company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Non-Executive Independent Director whose period of office will be for next 5 consecutive years w.e.f 26th September' 2017 to 30th September' 2022 not be liable to determination by retirement of directors by rotation."

HEAD OFFICE : 43, PALACE COURT, 1, KYD STREET, KOLKATA – 700016, INDIA
STORAGE/BOTTLING PLANTS AT DURGAPUR, BIBINAGAR & BANGALORE (R)
CIN: L40200WB1995PLC068251; E-mail: eastgas@gmail.com



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Notes:-

1. A member entitled to attend and vote at the Annual General Meeting ('AGM') may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company at the Registered Office of the Company not less than 48 hours before the commencement of the AGM i.e. by 11:00 a.m. on 25th September, 2017.
2. Corporate Members are required to send to the Registered Office of the Company, a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the AGM.
3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at this AGM, is annexed hereto and forms part of this Notice.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 18th September, 2017 to Monday, 25th September, 2017 (Both days inclusive).
5. Share Transfer documents and all correspondence relating thereto, should be addressed to the Registrars and Transfer Agents of the Company, M/s. S. K. Infosolutions Pvt. Ltd., 34/1A, Sudhir Chatterjee Street, Kolkata – 700006
6. Members are requested to:
 - a. Intimate change of address immediately to the Registrar and Transfer Agents of the Company, M/s. S. K. Infosolutions Pvt. Ltd Limited in respect of their holding in physical form.
 - b. Notify change of address immediately to their Depository Participants in respect of their holding in dematerialized form.
 - c. Register their email address and changes therein from time to time with M/s S. K. Infosolutions Pvt. Ltd for shares held in physical form and with their respective Depository Participants for shares held in dematerialized form.
7. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to make nominations in respect of the Equity Shares held by them in physical form. Members desirous of making nominations may procure the prescribed form from Registrars and Transfer Agents of the Company, M/s S. K. Infosolutions Pvt. Ltd on request. Members holding shares in the dematerialized form may contact their Depository Participant for recording the nomination in respect of their shares.
8. Members who want to obtain information on the Company for the Financial Year ended 31st March, 2017 may send their queries at least 10 days before the Annual General Meeting to the Company Secretary at the Registered Office of the Company.
9. Members/Proxies are requested to bring their Attendance Slip along with copy of the Annual Report to the AGM. Duplicate Attendance Slips and copies of the Annual Report will not be provided at the AGM Venue.
10. For securities market transactions and off market/private transactions involving transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish

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copy of PAN Card to the Company/RTAs for registration of such transfer of shares. SEBI has made it mandatory to furnish a copy of PAN in the following cases:

- a. Deletion of name of deceased shareholder(s), where the shares are held in the name of two or more shareholder(s).
 - b. Transmission of shares to the legal heir(s), where deceased shareholder was the sole holder of the shares.
 - c. Transposition of shares when there is a change in the order of the names in which physical shares are held jointly in the names of two or more shareholders.
11. As required under Regulation 36 of SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015, the following information is furnished in respect of the Directors who are proposed to be appointed/ re-appointed:

Mr. S K Bhansali- A brief profile

Mr. Sushil Kumar Bhansali was founder director of Eastern Gases Ltd. and joined the company since inception in the year 1995 at the age of 37 years. Mr. Bhansali, a graduate in commerce, with more the 22 years of rich experience in LPG field .He came on the Board of Eastern Gases as an Executive Director. Having him as a Director has since then improved Board's effectiveness and efficiency in its decision making qualities. The Company has taken advantage of additional opportunities due to his better insights, consistency in work. His shareholding in the Company is 357500 Shares.

12) Electronic copy of the Annual Report for 2016-17 is being sent to all the Members who's Email Ids are registered with the Depository Participants 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 Annual Report for 2016-17 is being sent in the permitted mode.

13) Electronic copy of the Notice of the 22nd AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email-ids are registered with the Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For Members who have not registered their email addresses, physical copies of the Notice of the 22nd AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

14) Members may also note that the Notice of the 22nd AGM and the Annual Report for 2016-17 will also be available on the Company's website www.eastgas.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.

15) 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 members may also send requests to the Company's investor email id: cs@eastgas.co.in



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16) Voting through electronic means:

I. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company has engaged the services of National Securities Depository Limited (NSDL) to provide the facility of electronic voting ('e-voting') in respect of the Resolutions proposed at this AGM. The Board of Directors of the Company has appointed Mr. Dilip Kumar Sarawagi, as the Scrutinizer for this purpose. The instructions for e-voting are as under:

- A. In case a Member receives an email from NSDL (for members whose email IDs are registered with the Depository Participants):
- B. This is in terms of the overall transaction as per the concerned department in regards to the overall transactional alert as per the overall concerned department

- i. Open email and open PDF file viz; the said PDF file contains your USER ID and PASSWORD/PIN for e-voting;
- ii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>;
- iii. Click on Shareholder – Login;
- iv. Put user ID and password as initial password/PIN noted in step (i) above. Click Login;
- v. Password change menu appears. Change the password/PIN with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential;
- vi. Home page of e-voting opens. Click on e-voting; Active Voting Cycles;
- vii. Select "EVEN" (E-voting Event Number) of Eastern Gases Ltd.;
- viii. Now you are ready for e-voting as Cast Vote page opens;
- ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted;
- x. Upon confirmation, the message "Vote cast successfully" will be displayed;
- xi. Once you have voted on the resolution, you will not be allowed to modify your vote;
- xii. Institutional & Corporate Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to dksincs@yahoo.com

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participants or requesting physical copy):

- i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (E Voting Event Number) USER ID PASSWORD/PIN

ii) Please follow all steps from Sl. No. (ii) to Sr. No. (xii) above, to cast vote.

II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.

III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.



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IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

V. The e-voting period commences on 22nd September, 2017 at 09:00 a.m. and ends on 24th September, 2017 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 of September 18th, 2017, may cast their vote electronically in the manner and process set out herein above. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

VI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 18th, 2017.

VII. Mr. Dilip Kumar Sarawagi has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VIII. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

17. In case of those Members, who do not have access to e-voting facility, they can use the assent/dissent form sent herewith or can be downloaded from our website www.eastgas.in and convey their assent/dissent to each one of the items of business to be transacted at the ensuing AGM and send the form to reach Mr. Dilip Kumar Sarawagi, Scrutinizer appointed by the Company at the registered office of the Company on or before 24th September, 2017 (05:00 p.m).

18. Members can choose only one of the two options, namely e-voting or voting through physical assent/dissent form. In case the votes are casted through both the formats, then votes casted through e-voting shall stand cancelled and those votes casted through physical assent/dissent form would be considered, subject to the assent/dissent form being found to be valid.

19. The Results of e-voting, physical assent/dissent and poll, if any, shall be aggregated and declared on or after the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.eastgas.in and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the company and communicated to the Stock Exchanges.

By Order Of Board

SD/-
Sushil Kumar Bhansali
Director
DIN: 00344931

Kolkata
August 28, 2017



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ANNEXURE TO NOTICE

EXPLANATORY STATEMENT OF MATERIAL FACTS IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4.

Mr. Dharmendar Shaw (DIN: 07792987) was appointed as an Additional Director of the Company at the Board Meeting held on April 13, 2017. In terms of Section 161 of the Companies Act, 2013 he holds office up to the date of the 22nd Annual General meeting.

The Board of Directors approved the aforesaid appointment of Mr. Dharmendar Shaw on the recommendation of the Nomination and Remuneration Committee, pursuant to Section 178 of the Companies Act, 2013 and rules framed thereunder and also in terms of Nomination and Remuneration Policy of the Company.

The Company has obtained from Mr. Dharmendar Shaw his consent in Form DIR-2 to act as a Director and also received intimation in Form DIR-8 to the effect that he is not disqualified to be appointed as a Director in any Company.

Except Mr. Dharmendar Shaw None of the other Director/ Key Managerial Personnel of the Company / their relatives are, in any way concerned or interested, in the Resolution set out at item no. 4 of the Notice.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (PURSUANT TO SEBI (LISTING AND DISCLOSURE REQUIREMENTS),REGULATION 2015

Name of the Director	Dharmendar Shaw
Age	30 Years
Qualifications	Graduate
Appointment Date	13-04-2017
Expertise	He has more than 3years of experience in the area of Commerce, law, finance, accounting and business activities.
Directorships held in other public companies	Nil
Chairman/Member of the Committee of the Board of Directors of the Company	Nil
Chairman/Member of the Committee of the Directors of other companies in which he is a Directors	Nil
Shareholding of Non-Executive Directors	Nil
Relationship between Directors inter-se	Mr. Dharmendar Shaw is not related to any of the Directors of the company

By Order Of Board

SD/-
(S.K.Bhansali)
Director
DIN: 00344931

Kolkata
August 28, 2017

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ATTENDANCE SLIP

(Please complete this form and hand it over at the entrance)

Annual General Meeting held on Monday, 25th day of September, 2017 at 11:00 A.M. at Smriti Charitable Medical Centre, 81, K.P.Roy Lane, Haltu, Kolkata – 700078.

Name of the attending Member (in Block Letters)	
Member's Folio Number / Client ID & DP ID	
No of shares held	
Name of Proxy (in Block Letters) to be filled in if the Proxy attends instead of the Member)	

I / We hereby record my/ our presence at the Annual General Meeting being held at on Monday, 25th day of September, 2017 at 11:00 A.M. at Smriti Charitable Medical Centre, 81, K.P.Roy Lane, Haltu, Kolkata – 700078 in respect of such resolutions as are indicated herein below:

Item No.	Resolution	For	Against
Ordinary Business			
1.	<i>Adoption of Statement of profit & loss, Balance Sheet , Report of Board of Directors and Auditors for Financial year ended March 31' 2017</i>		
2	<i>Re-appointment of Director in place of retiring director</i>		
3	<i>Ratification of Auditor</i>		
Special Business			
4	<i>Regularizing the appointment of Additional Director as Non-Executive Independent Director</i>		

Signed thisday of, 2017

Signature of Member(s).....

Signature of proxy holder(s)

Signature of the Shareholder /

Please (✓) in the box

MEMBER PROXY

Signature of Member / Proxy



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**Form MGT 11
FORM OF PROXY**

Pursuant to Section 105 (6) of the companies act 2013 and Rules 19(3) of Companies (Management and Administration Rules, 2014)

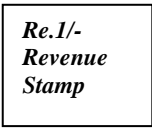
Name of the member(s)		Email Id	
Address:		Folio No/ *Client Id *DP Id:	

I/We being the member(s) of.....shares of Eastern Gases Limited, hereby appoint:

- 1) _____ of _____ having email id _____ or failing him
- 2) _____ of _____ having email id _____ or failing him
- 3) _____ of _____ having email id _____

and whose signature(s) are appended below 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 Monday, 25th day of September, 2017 at 11:00 A.M. at Smriti Charitable Medical Centre, 81, K.P.Roy Lane, Haltu, Kolkata – 700078

Dated thisday of, 2017



Signature of Shareholder/First named holder

Signature of first Proxy holder holder

Signature of second Proxy holder

Signature of third Proxy

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) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 shareholder.
- (4) Appointing a proxy does not prevent a members from attending the meeting in person if he so wishes.
- (5) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ROAD MAP TO THE VENUE OF AGM OF EASTERN GASES LIMITED

