

Date: 11.09.2023

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C-1, Block G,  
Bandra Kurla Complex, Bandra (East)  
Mumbai - 400051

Scrip Code: 541206

Trading Symbol: OBCL

**Sub: Addendum to the Notice of 28<sup>th</sup> Annual General Meeting (AGM) of Orissa Bengal Carrier Limited (OBCL)**

Dear Sir/ Madam,

This is further to our intimation dated Thursday, 24<sup>th</sup> August, 2023 whereby the Notice of the 28<sup>th</sup> Annual General Meeting (AGM) of the Company was submitted in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Subsequent to the issuance of the AGM Notice, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from Mr. Subhash Chand Mittal, a Shareholder of the Company, proposing the candidature of Mr. Manish Kumar Agrawal (DIN - 09781023) for the office of Independent Director of the Company. Accordingly, the proposal for appointment of Mr. Manish Kumar Agrawal shall be an additional agenda as Special Business in Item No. - 6 in Addendum to Notice of the 28<sup>th</sup> AGM.

The Company has also received the necessary documents including his profile, consent to act as director in form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act, details of experience and a declaration confirming that he has not been debarred or disqualified from being appointed or continuing or from holding office or restrained from acting as Director of any Company pursuant to any order of the Securities and Exchange Board of India (SEBI)/Ministry of Corporate Affairs, or any such statutory authority.

Based on the above, the Company has evaluated that Mr. Manish Kumar Agrawal has experience and expertise in the field of Finance and Accounts and considers that it may be in the interest of the Company to appoint Mr. Manish Kumar Agrawal as an Independent Director of the Company.

We enclose herewith, Addendum to the Notice of the 28<sup>th</sup> AGM scheduled to be held on Wednesday, September 20, 2023 at 10:00 A.M (IST). The said Addendum to Notice shall be made available on the Company's website at [www.obclimited.com](http://www.obclimited.com), website of the stock exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL at [www.cdslindia.com](http://www.cdslindia.com) for the information of investors. The Addendum to Notice shall form an integral part of Notice dated 24<sup>th</sup> August, 2023 circulated to the Members of the Company.

Please take the above on your record and disseminate the same for the information of investors.

Thanking you,

Yours Faithfully,  
For, Orissa Bengal Carrier Ltd.

MUSKAAN Digitally signed by  
MUSKAAN GUPTA  
Date: 2023.09.11  
13:43:02 +05'30'  
GUPTA  
Muskaan Gupta  
Company Secretary &  
Compliance Officer

Encl: As above



**Orissa Bengal Carrier Ltd.**

CIN: L63090CT1994PLC008732

**Registered Office:** Jiwan Bima Marg, Pandri, Raipur (CG) 492001

**Corporate Office:** A-1, Third Floor, CG Elite Complex,

Opposite Mandi Gate, Pandri, Raipur (CG) 492001

Website: [www.obclimited.com](http://www.obclimited.com)

email(s): [cs@obclimited.com](mailto:cs@obclimited.com)

Tel: +91 771 2281321 | 0771-4054518

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**ADDENDUM TO THE NOTICE OF 28TH ANNUAL GENERAL MEETING OF THE COMPANY**

**Addendum to the Notice dated 24<sup>th</sup> August, 2023 convening 28<sup>th</sup> Annual General Meeting (AGM) of the Company scheduled to be held on Wednesday, 20<sup>th</sup> September, 2023 at 10:00 A.M. (IST).**

Notice is hereby given pursuant to the provisions of Section 160 of the Companies Act, 2013 (the 'Act') read with Rule 13 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, of the intention of a shareholder signifying candidature of a person for the office of Director of the Company. Accordingly, the following item of business is added in the aforesaid Notice as Item No. 6 under Special Business and this addendum shall be deemed to be an integral part of the original Notice dated 24<sup>th</sup> August, 2023 and the notes provided therein. **Attention of the members is specifically drawn to the attached explanatory statement to explain the background of the proposal.**

**SPECIAL BUSINESS:**

**6. Appointment of Mr. Manish Kumar Agrawal (DIN:09781023) as an Independent Director of the Company**

To appoint Mr. Manish Kumar Agrawal (DIN: 09781023) as an Independent Director of the Company and if thought fit, to pass, with or without modification, the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 149, Section 152 of the Companies Act, 2013 ("the Act") read with Schedule IV of the act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and/or any other applicable provisions of the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Manish Kumar Agrawal (DIN: 09781023), in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from Mr. Subhash Chand Mittal, a Shareholder of the Company, signifying his intention to propose the candidature of Mr. Manish Kumar Agrawal (DIN: 09781023) for the office of the Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of five consecutive years commencing from October 01, 2023 upto September 30, 2028.

**RESOLVED FURTHER THAT** any of the Directors of the Company, the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

By Order of the Board  
For, **Orissa Bengal Carriers Limited**

Date: 11.09.2023

Place: Raipur

Registered Office: Jiwan Bima Marg, Pandri,

Raipur-492001, India

CIN: L63090CT1994PLC008732

Website: [www.obclimited.com](http://www.obclimited.com)

E-mail: [cs@obclimited.com](mailto:cs@obclimited.com)

Sd/-  
Ravi Agrawal  
Managing Director  
DIN: 01392652

## NOTES

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the Special Business under Item No. 6 set above and the details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment, re-appointment or proposed change in remuneration at this Annual General Meeting is annexed hereto and forms part of the Notice.
2. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection by the members on all working days during normal business hours till the date of AGM.
3. This addendum to the Notice of 28<sup>th</sup> AGM is available on the Company's website at [www.obclimited.com](http://www.obclimited.com) and on the websites of stock exchanges BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com)
4. All other notes, processes and instructions related to remote e-voting and e-voting at AGM as set out in the Notice of 28<sup>th</sup> AGM dated 24<sup>th</sup> August, 2023 shall mutatis-mutandis apply to the resolution proposed in this Addendum to the notice.

**EXPLANATORY STATEMENT**  
**(Pursuant to Section 102 of the Companies Act, 2013)**

The following Explanatory Statement sets out all the material facts relating to the Item No. 6 of the accompanying Addendum to the Notice dated 11<sup>th</sup> September, 2023.

**ITEM NO. 6: APPOINTMENT OF MR. MANISH KUMAR AGRAWAL (DIN:09781023) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

The Company had issued a Notice dated 24<sup>th</sup> August, 2023 for convening the 28<sup>th</sup> Annual General Meeting ("AGM") scheduled to be held on Wednesday, September 20, 2023 at 10:00 A.M (IST) and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Subsequently, in accordance with Section 160 of the Companies Act, 2013, the Company, on 5<sup>th</sup> September, 2023 received a notice in writing from Mr. Subhash Chand Mittal, a Shareholder of the Company, proposing the candidature of Mr. Manish Kumar Agrawal (DIN: 09781023) for the office of Independent Director of the Company.

The Company has also received the necessary documents including his profile, consent to act as director in form DIR-2, intimation by Director in Form DIR-8 under Section 164(2) of the Act, details of experience and a declaration confirming that he has not been debarred or disqualified from being appointed or continuing or from holding office or restrained from acting as Director of any Company pursuant to any order of the Securities and Exchange Board of India (SEBI)/Ministry of Corporate Affairs, or any such statutory authority.

Based on the above, the Company has evaluated that Mr. Manish Kumar Agrawal has experience and expertise in the field of Finance and Accounts and considers that it may be in the interest of the Company to appoint Mr. Manish Kumar Agrawal as an Independent Director of the Company. Mr. Manish Kumar Agrawal, if appointed, shall not be liable to retire by rotation and in pursuant to Section 164 of the Companies Act. 2013, he is not disqualified from being appointed as a Director.

Pursuant to Section 160(2) of the Act read with Rule 13 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, the Company is required to inform the members about the above referred candidature and place notice of such candidature on its website. Accordingly, this addendum to Notice is being issued by adding Item No. 6 as a Special Business for appointment of Mr. Manish Kumar Agrawal, as an Independent Director of the Company.

The details of the person seeking appointment, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) has been attached to this Addendum to Notice as Annexure I.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6.

By Order of the Board  
For, **Orissa Bengal Carriers Limited**

Date: 11.09.2023  
Place: Raipur

Sd/- Ravi Agrawal  
Managing Director  
DIN: 01392652

Registered Office: Jiwan Bima Marg, Pandri,  
Raipur-492001, India  
CIN: L63090CT1994PLC008732  
Website: [www.obclimited.com](http://www.obclimited.com)  
E-mail: [cs@obclimited.com](mailto:cs@obclimited.com)

**Annexure I to the Addendum to Notice**

Details of Director seeking appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

<b>Name of the Director</b>	<b>Manish Kumar Agrawal</b>
<b>Category of Directorship</b>	Independent Director
<b>DIN</b>	09781023
<b>Nature</b>	Appointment
<b>Date of Birth/Age</b>	06/02/1995- 28 Years
<b>Qualification</b>	Chartered Accountant
<b>Brief Resume/ Expertise/ Experience</b>	<p>Mr. Manish Kumar Agrawal is a Chartered Accountant having experience of 3 Years. His expertise lies in GST Audit, MCA Compliances, GST Returns Filing, ITR Filing, TDS/TCS Return Filing, various financial and tax-related domains, making him a valuable asset in the finance industry.</p> <p>He is the proprietor of the firm M/s. Manish Kumar Agrawal &amp; Associates, Practising Chartered Accountants, which is appointed as Internal Auditors as well as Statutory Auditors in various organisations.</p> <p>He is appointed as Independent Director in Companies such as Vandana Global Limited &amp; Arham Technologies Limited indicates his adaptability and proficiency in dealing with diverse Business sectors.</p>
<b>Terms and conditions of appointment or re-appointment</b>	Appointment is for a period of five years
<b>Date of Appointment in Current Designation</b>	NA
<b>Expertise in specific functional area</b>	Finance & Accounts
<b>Number of shares held in the Company</b>	NA
<b>List of other Directorships held (If Any)</b>	<ol style="list-style-type: none"> <li>1. Arham Technologies Limited</li> <li>2. Vandana Global Limited</li> </ol>
<b>Particulars of Committee Chairmanship/Membership held in Other Companies</b>	<ol style="list-style-type: none"> <li>1. Arham Technologies Limited <ol style="list-style-type: none"> <li>a. Chairman- Stakeholders Relationship Committee</li> <li>b. Member- Audit Committee</li> </ol> </li> <li>2. Vandana Global Limited <ol style="list-style-type: none"> <li>a. Member- Audit Committee</li> </ol> </li> </ol>
<b>Remuneration/Commission drawn, if any</b>	NA
<b>Comparative remuneration pursuant to industry, size of the Company, Profile of the position and person</b>	NA
<b>No. of Board Meetings attended during 2022-23</b>	NA
<b>Relationship with other directors</b>	NA