



NOTICE OF THE 06th (SIXTH) ANNUAL GENERAL MEETING

Notice is hereby given that the 06th (Sixth) Annual General Meeting of the Members of Bengal Gas Company Limited will be held on Friday, the 19th Day of September 2025 at 11:00 a.m. (IST) at the registered office of the Company at 1st Floor, Block A, Finance Centre, CBD, AA-IIB, Newtown, Kolkata-700 161, West Bengal, in person and through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business :

ORDINARY BUSINESS:

1) To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2025, Report of the Board of Directors and the Statutory Auditors and the Comments of the Comptroller & Auditor General of India (C&AG) thereon.

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

***“RESOLVED THAT** Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Report of the Board of Directors and Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon, be and are hereby received, considered and adopted.”*

2) To appoint a Director in place of Sh. Supriya Halder (DIN No. 08452845) who retires by rotation, and being eligible, offers himself for re-appointment.

To pass the following resolution with or without modification(s) as an **Ordinary Resolution**:

***“RESOLVED THAT** Sh. Supriya Halder (DIN No. 08452845) be and is hereby re-appointed as Director of the Company liable to retire by rotation.”*

3) To appoint a Director in place of Sh. Sanjay Agarwal (DIN No. 10159903) who retires by rotation, and being eligible, offers himself for re-appointment.

To pass the following resolution with or without modification(s) as an **Ordinary Resolution**:

***“RESOLVED THAT** Sh. Sanjay Agarwal (DIN No. 10159903) be and is hereby re-appointed as Director of the Company liable to retire by rotation.”*



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4) To authorize the Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company for the Financial Year 2025-26 in terms of provisions of Section 142 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force).

To pass the following resolution with or without modification(s) as an **Ordinary Resolution**:

***“RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of the Statutory Auditors of the Company as appointed by the Comptroller & Auditor General of India (C&AG) for the Financial Year 2025- 26.”*

SPECIAL BUSINESS:

5) To appoint Smt. Sumita Bagchi (DIN No. 08283327) as Nominee Director on the Board of the company.

To pass the following resolution with or without modification(s) as an **Ordinary Resolution**:

***“RESOLVED THAT** Smt. Sumita Bagchi (DIN No. 08283327) who was appointed as Additional (Nominee) Director w.e.f. 01st October 2024 by the Board of Directors of the company pursuant to the nomination received from Dept. of Industry, Commerce & Enterprises, Govt. of W.B. vide its letter dated Sep’09, 2024, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act 2013 and the Articles of Association of the company, be and is hereby appointed as Nominee Director on the Board of the company pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Act and rules made thereunder; and shall be liable to retire by rotation”*

By order of the Board of Directors,
for **Bengal Gas Company Limited**,

Sd/-

Jeetender Kumar Ram
(Company Secretary)

Date: 13th August 2025

Place: Kolkata

Registered Office :

1st Floor, Block A, Finance Centre,
CBD, AA-IIB, Newtown,
Kolkata-700 161

Notes:

1. Ministry of Corporate Affairs ('MCA') vide its General Circular No. General Circular No. 09/2024 dated 19.09.2024, 09/2023 dated 25.09.2023 read with General Circular No. 10/2022 dated 28.12.2022, General Circular No. 02/2022 dated 05.05.2022, permitted the holding of the Annual General Meeting ('AGM'/'the Meeting') through VC/OAVM. Therefore, this Annual General Meeting (AGM) is conducted on physical mode with Video Conferencing (VC) facility. Any Stakeholders desiring to join online, may join through VC/OAVM Mode.
2. The deemed venue for the AGM will be the Registered Office of the Company.
3. Attendance of the members attending the AGM in person and through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of Companies Act, 2013.
4. A member entitled to vote at the AGM is entitled to appoint proxy to attend and vote on his/her behalf and proxy need not be a member. Accordingly, facility of appointment of proxies by Members under Section 105 of the Act, will be available only for those who are attending the AGM physically. Proxy Form and Attendance Slip is sent separately.
5. In accordance with the extant MCA circulars, the Notice of this AGM and the Directors' Report and Accounts for FY 2024-25 are being sent only through electronic mode to those members who have registered their e-mail addresses with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.bgcl.co.in.
6. Attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of Companies Act, 2013.
7. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members by participating through VC facility and voting shall be done in accordance with the requirements of the aforesaid Circulars which provides that if the number of members present in a meeting is less than 50, the Chairman may decide to conduct a vote by show of hands unless a demand for poll is made by any member in accordance with the requirements of Section 109 of the Act.



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8. To facilitate the smooth conduct of voting on Poll, if demanded in accordance with the requirements of Section 109, members are required to convey their vote at cs@bgcl.co.in.
9. Corporate members are required to send to the Company a certified copy of the Board Resolution at cs@bgcl.co.in pursuant to section 112 and 113 of the Companies Act 2013, as the case may be, authorizing their representative to attend and vote at the Meeting.
10. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours on all working days including the date of the Annual General Meeting of the Company. Also the electronic copy of the relevant documents as referred to in the accompanying notice shall be available for inspection by the members. The Members are requested to send an email to cs@bgcl.co.in in this regard.
11. The link to attend the AGM and/or any other instructions will be shared, separately, via email before the meeting for the convenience of the members.
12. Route Map of the venue of the AGM is attached.

By order of the Board of Directors,
for **Bengal Gas Company Limited**,

Sd/-
Jeetender Kumar Ram
(Company Secretary)

Date: 13th August 2025
Place: Kolkata

Registered Office :

1st Floor, Block A, Finance Centre,
CBD, AA-IIB, Newtown,
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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:	U40300WB2019GOI229618
Name of the company:	BENGAL GAS COMPANY LIMITED
Registered office:	1st Floor, Block A, Finance Centre,CBD, AA-IIB, Newtown,Kolkata-700 161

Name of the member(s):

Registered address:

Email Id:

Folio No./Client Id:

DP ID:

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

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

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

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 06th Annual General Meeting of the Company being held on Friday, the 19th day of September, 2025 at 11.00 a.m. at 1st Floor, Block A, Finance Centre, CBD, AA-IIB, Newtown,Kolkata-700 161 and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution No.	Particulars
1.	
2.	
3.	
4.	
5.	

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

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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ROUTE MAP

