

DATSON EXPORTS LTD
CIN: L51909WB1982PLC035359
Regd. Off.: - 12/1, Nellie Sengupta Sarani, 4th Floor, Kolkata – 700 087
Tel. No. : - 033-22524125, Fax No. : - 033-22528013
Website: www.datson.net , E-mail : info@datson.net

NOTICE

NOTICE is hereby given, that 3rd meeting for the financial year 2017-18 of the Board of Directors of the Company will be held on **FRIDAY, the 11th day of August, 2017** at 2:30 PM, at the Registered Office of the Company at 12/1, Nellie Sengupta Sarani, Kolkata – 700-087 to transact the business as specified in the enclosed Agenda. You are requested to kindly make it convenient to attend the meeting.

Place: KOLKATA
Date: 04-08-2017

For DATSON EXPORTS LIMITED

Ankita Manchandia
Company Secretary & Compliance Officer
Email-id: manchandia.a@simplexprojects.com
Contact : 033 2252 8013

To,
Mr. Dinesh Kumar Purohit, Director
Mrs. Pragati Raghavdas Mundhra, Director
Mrs. Pushpa Mundhra, Director
Mr. Vinay Bagri, Director

Agenda for 3rd meeting for the financial year 2017-18 of Board of Directors to be held on Friday, 11th August, 2017 at 2:30 PM at the Registered office of the Company, 4th Floor, 12/1, Nellie Sengupta Sarani, Kolkata – 700 087

ITEM	PARTICULARS
1.	Mr. Dinesh Kumar Purohit, Chairman of the Company, to take Chair and in his absence to elect Chairman of the meeting.
2.	To grant leave of absence, if any, to the Director(s).
3.	To record presence of quorum.
4.	To confirm and sign the minutes of the last Board Meeting held on 15.05.2017
5.	To confirm and sign the minutes of the last Audit Committee Meeting held on 15.05.2017
6.	To place before the Board the Unaudited Financial Results for the Quarter ended 30 th June, 2017.
7.	To take note of the Certificate as provided by CEO/CFO on quarterly Financial Results 30.06.2017
8.	To place and take on record the Reconciliation of Share Capital Audit report for the quarter ended 30 th June, 2017.
9.	To take on record Statement of Investors Complaint for the quarter ended 30 th June, 2017.
10.	To place before the Board Compliance Certificate received from Chief Financial Officer under Regulation 17(8) of SEBI (LODR), 2015.
11.	To approve the Draft notice convening 35 th Annual General Meeting and fix the dates for closure of register of members.
12.	To appoint Statutory Auditors of the Company in place of retiring auditor.
13.	To appoint Internal Auditor of the Company for the Financial Year 2017-18.
14.	To appoint Secretarial Auditor for Secretarial Audit of the Company for the Financial Year 2017-18.
15.	To appoint Scrutinizer for the purpose of e-voting at ensuing 35 th Annual General Meeting to be held on 22 th September, 2017.
16.	To appoint Mrs. Pushpa Mundhra, as the Whole-time Director of the Company.
17.	To ratify any other matter with the permission of the chair.

Date: 04/08/2017

Place: Kolkata

DATSON EXPORTS LIMITED

Notes for the Chairman and Directors for the 3rd meeting for the financial year 2017-18 of Board of Directors of the Company to be held on **Friday, the 11th day of August, 2017** at 2:30 PM at the Registered Office of the Company, at 4th Floor, 12/1, Nellie Sengupta Sarani, Kolkata – 700 087.

Sr. No. 1.	
Agenda	Chairman of the meeting
Notes	Mr. Dinesh Kumar Purohit, Non-executive Chairman of the Company, to take Chair and in his absence, to elect a chairman of the meeting.
Sr. No. 2.	
Agenda	To grant leave of absence, if any, to the Director(s).
Sr. No. 3.	
Agenda	To record presence of quorum.
Sr. No. 4.	
Agenda	Confirmation of Minutes of last Board Meeting
Notes	Minutes of the Board Meeting held on 15 th May, 2017, the copy of which were circulated to the Board of Directors, shall be put on record and be signed by the Chairman of the meeting.
Sr. No. 5.	
Agenda	Confirmation of Minutes of last Audit Committee Meeting
Notes	Minutes of the Audit Committee Meeting held on 15 th May, 2017, the copy of which were circulated to the Members, shall be put on record and be signed by the Chairman of the meeting.
Sr. No. 6.	
Agenda	To place before the Board the Unaudited Financial Results for the Quarter ended 30th June, 2017.
Notes	To place before the meeting Unaudited Financial Results for the Quarter ended 30 th June, 2016, duly reviewed by the Audit Committee of the Company, and to approve the same. Subsequently, to take on record the Audited Financial Results and forward the same to the Stock Exchanges pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015. Also, to authorize any one of the directors/Company Secretary of the Company to submit the said financial results to the Calcutta Stock Exchange and take necessary steps to publish them in newspapers.
Sr. No. 7.	
Agenda	To take note of the Certificate as provided by CEO/CFO on quarterly Financial Results 30.06.2017
Notes	To place before the meeting a Certificate from CEO/CFO as per Regulation 33 (2) (a) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 that Unaudited Financial Results for the Quarter ended 30 th June, 2016, is free from misstatement.
Sr. No. 8.	
Agenda	To place and take on record the Reconciliation of Share Capital Audit report for the Quarter ended 30th June, 2017.
Notes	The Company has received the Reconciliation of Share Capital Audit Report for the quarter ended 30 th June, 2017, duly audited by CS (Mr.) S. M. Gupta, Practicing Company Secretary, which was required to be submitted to the Calcutta Stock Exchange within 30 days from the end of the quarter and also be placed before the board for taking on record and ratification of the same.

Draft Resolution	<p>“RESOLVED THAT the Reconciliation of Share Capital Audit Report, issued by CS (Mr.) S. M. Gupta, Practicing Company Secretary, for the quarter ended 30th June, 2017, and forwarded to the Calcutta Stock Exchange pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 by Mr. Dinesh Kumar Purohit, Non- Executive Chairman of the Company, as placed before the Board, be and is hereby approved and taken on record.”</p>
Sr. No. 9.	
Agenda	To take on record Statement of Investors Complaint for the quarter ended 30th June, 2017.
Notes	The Company has filed the Statement of Investor Complaints under Regulation 13(4) of the SEBI (LODR) Regulations, 2015 for the Quarter ended 30th June, 2017. The same has to be placed before the board for their noting and taking on record.
Sr. No. 10.	
Agenda	To place before the Board the Certificate received from Chief Financial Officer under Regulation 17(8) of SEBI (LODR), 2015.
Notes	The Company has to place before the Board the Certificate received from Chief Financial Officer under Regulation 17(8) of SEBI (LODR), 2015 as specified in Part B of Schedule II and take it on record.
Sr. No. 11.	
Agenda	To approve the Draft notice convening 35th Annual General Meeting and fix the dates for closure of register of members.
Draft Resolution	<p>The Chairman then apprised the Board that the Annual General Meeting of the Members of the Company is required to be held, in terms of the provisions of Section 96, read with other applicable provisions, of the Companies Act, 2013, within 30th September, 2017 and proposed the date as 22th September, 2017, so as to enable the Company to comply with all the formalities, to which the members of the Board unanimously agreed. He then placed before the Board for its approval, the draft text of the notice calling the same along with explanatory statement thereon. After considering the same and few deliberations the Board passed the following resolution:</p> <p>“RESOLVED THAT pursuant to the provisions of Section 96, read with other applicable provisions, of the Companies Act, 2013, the Thirty Fifth Annual General Meeting of the Company to be held on Friday, the 22nd day of September, 2017 at 10:00 AM at 12/1, Nellie Sengupta Sarani, Kolkata-700087 to transact the business as given in the draft notice issued for the same, as placed before the Board, be and is hereby approved and taken on record.”</p> <p>“RESOLVED FURTHER THAT in compliance with the Regulations of SEBI (LODR) Regulations, 2015, the Register of Members and Share Transfer Books of the Company be remain closed from 16th September, 2017 to 22nd September, 2017 (both days inclusive) for the purpose of Annual General Meeting.”</p> <p>“RESOLVED FURTHER THAT any of the Director/Company Secretary, of the Company, be and is hereby authorized to sign and issue such notice to all the members of the Company and to do all other necessary acts for the conduction of</p>

	the Thirty Fifth Annual General Meeting of the Company.”
Sr. No. 12.	
Agenda	To appoint Statutory Auditors of the Company in place of retiring auditor.
Draft Resolution	<p>“RESOLVED THAT based on the recommendations of Audit Committee and subject to ratification by the members of the Company at the forthcoming Annual General Meeting to be held on 22nd September, 2017, the consent of the Board be and is hereby given to appoint M/s. K. Daga & Company., Chartered Accountants, Kolkata (Registration No. 327776E) who have offered themselves for appointment and have confirmed their eligibility in terms of the Provision of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014 as Statutory Auditor of the Company in place of M/s. Chopra & Co., Chartered Accountants, Kolkata (Registration No. 308035E), the retiring Auditor for a term of 5 (five) consecutive years from the conclusion of 35th Annual General Meeting till the conclusion of Annual General Meeting to be held in the year of 2022 on such remuneration as decided mutually.</p>
Sr. No. 13.	
Agenda	To appoint Internal Auditor of the Company for the Financial Year 2017-18.
Draft Resolution	<p>“RESOLVED THAT based on the recommendations of Audit Committee, consent of the Board be and is hereby given to appoint M/s. Binayak Dey & Co Chartered Accountants, FRN: 328896E, having their office at 32/1B, Ramkrishna Samadhi Road, Fl-2A, Bldg. III, Kankurgachi, Kolkata – 700 054, as the Internal Auditors of the Company for the Financial Year 2017-18, in accordance with the provisions of Section 138 of the Companies Act, 2013, read along with the rules prescribed thereunder.</p> <p>“FURTHER RESOLVED THAT Mr. Dinesh Kumar Purohit, Non-Executive Chairman of the Company, be and is hereby authorized to fix their remuneration and generally do all such acts, deeds and things as may be necessary or incidental therefrom from time to time to make the Resolutions effective.”</p>
Sr. No. 14.	
Agenda	To appoint Secretarial Auditor for Secretarial Audit of the Company for the Financial Year 2017-18.
Draft Resolution	<p>“RESOLVED THAT pursuant to the provisions of Section 204(1) of the Companies Act 2013, read along with Rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014, and other applicable provisions if any of the Companies Act 2013, along with the rules framed thereunder, including any statutory modification, consent of the Board be and is hereby given for appointment of Mr. Asit Kumar Labh, Practising Company Secretary (Cop – 14664), C/o. M/s. A. K. Labh & Co., 40 Weston Street, Kolkata 700 013, as the Secretarial Auditors of the Company for the Financial Year 2017-18 and Dinesh Kumar Purohit, Non-Executive Chairman of the Company, be and is hereby authorized to fix the remuneration of the Secretarial Auditors on mutual discussion with the Auditors.</p>

	“RESOLVED FURTHER THAT Mr. Dinesh Kumar Purohit, Non-Executive Chairman be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution”
Sr. No. 15.	
Agenda	To appoint Scrutinizer for the purpose of e-voting at ensuing 35th Annual General Meeting to be held on 22nd September, 2017.
Draft Resolution	“RESOLVED THAT pursuant to section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Board of Directors of the company be and is hereby given to appoint Mr. A.K.LABH, Practicing Company Secretary (CoP No. 3238), having his office at 40, Weston Street, 3 rd Floor, Kolkata – 700 013 as the Scrutinizer for the purpose of e-voting for the ensuing 35 th Annual General Meeting of the Company and Mr. Dinesh Kumar Purohit, Non-Executive Chairman of the Company, be and is hereby authorized to fix the remuneration for the said purpose.”
Sr. No. 16.	
Agenda	To appoint Mrs. Pushpa Mundhra, as the Whole-time Director of the Company.
Draft Resolution	“RESOLVED THAT pursuant to the provisions of section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the SEBI (LODR) Regulations, 2015, Mrs. Pushpa Mundhra (DIN: 00399617), be and is hereby appointed(subject to approval of shareholders at the upcoming AGM) as a Whole-time Director of the Company, liable to retire by rotation, for a period of five years commencing from August 11, 2017 on the remuneration, terms and conditions as recommended by the Nomination and Remuneration Committee, with authority to the Board of Directors of the Company to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mrs. Pushpa Mundhra.”
Sr. No. 17.	
Agenda	To ratify any other matter with the permission of the chair.