

NOTICE

Notice is hereby given that the **40th Annual General Meeting** of the members of **Burlington Finance Limited** will be held to transact the following business as per Schedule below:

Date & Time : **Friday,30,Sep,2022 at 1.00 p.m.**

Place : **16, Netaji Subhas Road, 4th Floor, Kolkata -700 001**

ORDINARY BUSINESS: ORDINARY RESOLUTION

1. To receive, consider and adopt the audited financial statements of the Company for the **financial year ended March 31, 2022 & Report of the Directors and Auditors thereon**
2. To appoint Director in place of **Birendra Pandey [DIN: 00014087]**, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment
3. To re-appoint of **M/s. D. K. Chhajer & Co., Chartered Accountants**, as the Statutory Auditors of the Company

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and of the Companies (Audit and Auditors) Rules, 2014, **M/s. D. K. Chhajer & Co., Chartered Accountants**, Kolkata (**Firm Registration No. 304138E**) be and is hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this 40th Annual General Meeting until the conclusion of the **next 45th Annual General Meeting** of the Company, to be held in the **financial year ended 2027**, and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them by mutual consent.

By Order of the Board
For **Burlington Finance Limited**

Date: 31/08/2022

Place: Kolkata

RABI PAUL
Director
[DIN: 00020755]

Note

1. A member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before commencement of the meeting.

In terms of Rule 19 of the Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of not exceeding fifty members and holding in aggregate not more than 10% of the total paid up share capital of the Company carrying voting rights. A member holding more than ten percent of the paid up share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from **27th September, 2022 to 30th September, 2022** both days inclusive for the purpose of holding the AGM of the Company on **Friday, 30th September, 2022**.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf in the AGM
4. Members are requested to bring their attendance slip along with their copy of the Annual Report to the Meeting
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agent.

7. Members are requested to notify the change in their addresses, if any, and the name of the Bank(s) with account number(s) for inscribing it on the face of the dividend warrant(s) to avoid the fraudulent encashment of the same to the Company/ Registrar & Share Transfer Agent (MCS). Members holding shares in dematerialized form should send the above information to their Depository Participant.
8. Members are also requested to notify their email addresses to the Company/Registrar & Share Transfer Agent so that all correspondence including Annual Report, Notices, Circulars etc., can be sent to them electronically in view of Circular No. 17/95/2011 CL-V dated 21st April, 2011 issued by Ministry of Corporate Affairs. Members willing to receive such correspondence physically free of cost should inform the Company.
9. In all correspondences with the Company/ Registrar & Share Transfer Agent (MCS) the members are requested to quote their account/folio numbers and in case their shares are held in dematerialized form, they must quote, their DP ID Number and their Client ID Number.
10. Pursuant to the provisions of Section 205A of the Companies Act, 1956, dividend remaining unclaimed/ unpaid for a period of seven years is required to be transferred to the Investor Education and Protection Fund of the Central Government (Fund). Accordingly, all unclaimed/ unpaid dividends on expiry of a period of seven years are transferred to the said Fund.
11. In terms of provisions of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders in respect of shares held by them in physical form. The Nomination Form "SH". 13" as stipulated in Rule 19 of Companies (Share Capital and Debentures) Rules, 2014 can be obtained for the purpose from the Company/Registrar & Share Transfer Agent (MCS)
12. The Equity Shares of the Company are listed at Kolkata Stock Exchange
13. Members who wish to obtain information on the Company's Account for the financial year ended **31st March, 2022** may visit the Company's registered office or send their queries at least 10 days in advance before the AGM to the Company.

14. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours prior to the date of the meeting between 10:00 a.m. to 12:00 and will also be available for inspection at the annual general meeting.

15. E-Voting

In compliance with provisions of Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members with facility to exercise their right to vote on all ordinary and special businesses to be transacted at the annual general meeting by electronic means through e-voting services provided by National Securities Depository Limited (NSDL). The detailed procedure for e-voting is being dispatched to the shareholders separately.

By Order of the Board
For **Burlington Finance Limited**

Date: 31/08/2022

Place: Kolkata

RABI PAUL
Director
[DIN: 00020755]