



## **NOTICE OF 7<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE 7<sup>TH</sup> (SEVENTH) ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF COOL CAPS INDUSTRIES LIMITED WILL BE HELD ON MONDAY, 26<sup>TH</sup> SEPTEMBER, 2022 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 'ANNAPURNA APARTMENT, 23 SARAT BOSE ROAD, 1<sup>ST</sup> FLOOR, FLAT NO. 1C, KOLKATA – 700020, WB, IN TO TRANSACT THE FOLLOWING BUSINESSES:**

### **ORDINARY BUSINESS:**

#### **Item No. 1**

To receive, consider and adopt the:-

- a) Audited Standalone Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2022 together with the Report of the Board of Directors and the Auditors thereon.
- b) Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2022 together with the Report of the Auditors thereon.

#### **Item No. 2**

To re-appoint Mrs. Poonam Goenka (DIN: 00304729), who is liable to retire by rotation and being eligible, offers herself for re-appointment.

**By the order of the board  
For Cool Caps Industries Limited**

**Sd/-  
Arijit Ghosh  
Company Secretary and Compliance Officer**

**Place: Kolkata  
Date: 26.08.2022**

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint another person as a proxy to attend and vote at the meeting on his behalf and such proxy need not be a member of the company.
2. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
3. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent 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 shareholder.
4. Corporate Members intending to send their authorized representative(s) to attend the Annual General Meeting are requested to forward a certified copy of Board Resolution authorizing their representative to attend and vote at the Annual General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
5. **Appointment / Re-appointment of Directors:**  
At the ensuing Annual General Meeting, Mrs. Poonam Goenka who retires by rotation and being eligible, offer herself for re-appointment.
6. Details of Directors seeking appointment / reappointment at the 7<sup>th</sup> Annual General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are given as an Annexure to the Notice.
7. The Register of members and share transfer books of the company will remain closed from **Tuesday, the 20<sup>th</sup> Day of September, 2022 to Monday, the 26<sup>th</sup> Day of September, 2022** (Both Days inclusive)
8. The cut-off date for determining the names of shareholders eligible to get Notice of the Annual General Meeting is **Friday, August 26, 2022.**
9. **Green Initiative:**  
In compliance of the provision of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or with their respective Depositories. However, an option is available to the Members to continue to receive the physical copies of the documents/ Annual Reports by making a specific request quoting their Folio No./Client ID & DP ID to Company or to R & T Agents.
10. Members to whom hard copy of Annual Reports have been provided are requested to bring their copies of the Annual Report to the Meeting. The copies of Annual Reports shall not be made available at the venue of the Meeting.
11. **Admission Slip:**  
Members / Proxies attending the Meeting should bring the Admission Slip, duly filled, for handing over at the venue of the meeting.
12. **e-Voting: M/s. Link Intime India Pvt. Ltd.**  
In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Amendment Rules, 2015 made thereunder, the Members are provided with the facility to cast their vote electronically, through the



remote e-Voting platform provided by M/s. Link Intime India Pvt. Ltd. on all the resolutions set forth in this notice. The e-Voting shall commence on September 23, 2022 at 09.00 a.m. and shall end on September 25, 2022 at 5.00 p.m. The e-Voting module shall be disabled by M/s. Link Intime India Pvt. Ltd. for e-Voting thereafter. During this period, all the Members of the Company holding shares either in Physical Form or in dematerialized form as on September 22, 2022 will be eligible to cast their vote electronically. The results of AGM declared along with Scrutinizer Report shall be placed on the Company's website [www.coolcapsindustries.in](http://www.coolcapsindustries.in), on the website of the M/s. Link Intime India Pvt. Ltd. [www.linkintime.co.in](http://www.linkintime.co.in) within 48 hours of conclusion of the Meeting and be also communicated to NSE [www.nseindia.com](http://www.nseindia.com) where the shares of the company are listed.

Members are requested to carefully read the instructions of e-voting before exercising their vote. The instructions for e-voting are enclosed with this notice.

13. The voting rights of members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of **Monday, September 19, 2022**.
14. A member may participate in the AGM even after exercising his right to vote through remote e-Voting but shall not be entitled to vote again at the Annual General Meeting.
15. A person, whose name is recorded in the Register of Members or in the register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM through ballot paper/electronic voting.
16. The facility for voting through ballot paper/e-Voting shall be made available at the AGM and in such case, the members attending the meeting who have not cast their vote by remote e-Voting shall be able to exercise their right at the meeting through ballot paper/electronic voting.
17. In case of joint holders, the members whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
18. **Shri Hansraj Jaria, Practising Company Secretary (PCS), (Membership No. FCS 7703)** has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-Voting process in a fair and transparent manner.
19. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "e-voting" or "Ballot Paper" for all those members who are present at the Annual General Meeting but who have not cast their votes earlier by availing the remote e-Voting facility.
20. The Scrutinizer shall after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
21. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.coolcapsindustries.in](http://www.coolcapsindustries.in) and on the website of M/s. Link Intime India Pvt. Ltd. [www.linkintime.co.in](http://www.linkintime.co.in) after the declaration of result by the Chairman or a person



- authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited [www.nseindia.com](http://www.nseindia.com)
22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act will be available during the meeting for inspection, to the Members attending the AGM.
23. Members are requested to contact the Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd ("Link Intime" or "Registrar & Share Transfer Agent") for reply to their queries/redressal of complaints, if any, or contact Mr. Arijit Ghosh, Company Secretary at the Registered Office of the Company (Email: [cs@coolcapsindustries.in](mailto:cs@coolcapsindustries.in) )
24. **Registrar and Transfer Agents:**

The details of Registrars and Transfer Agents of the Company is as follows:

**M/s Link Intime India Pvt Ltd**

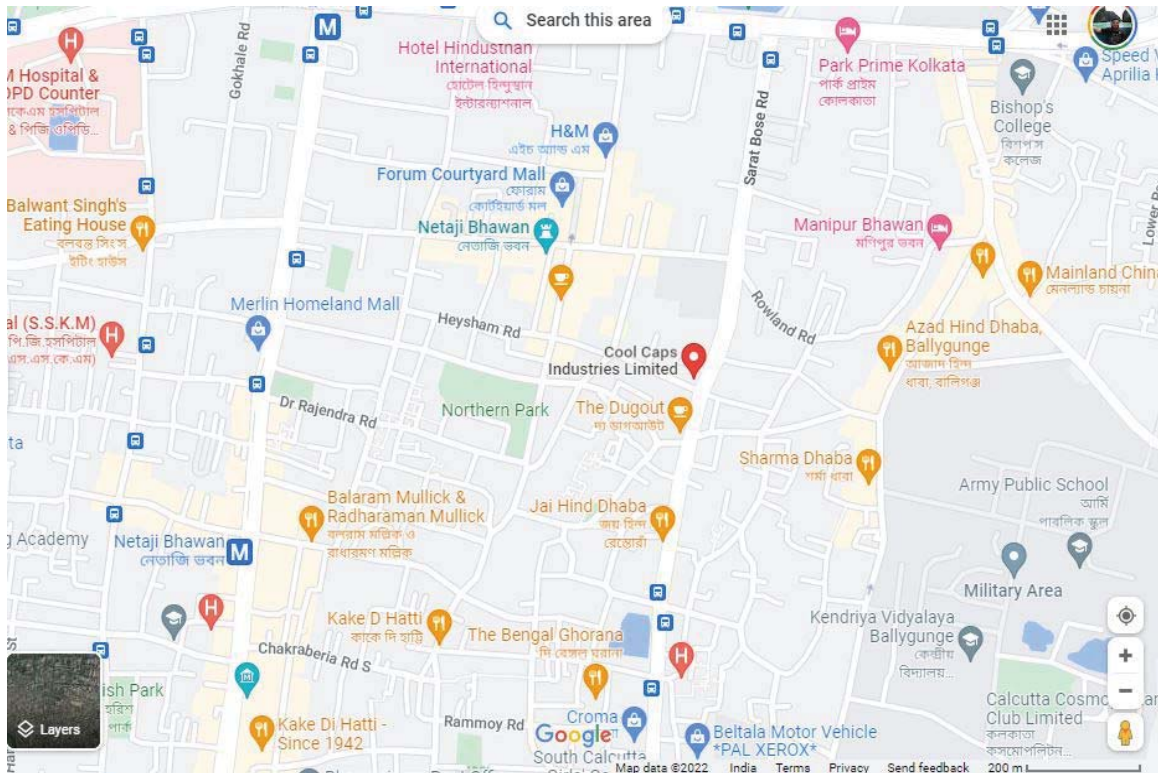
**Address:** Vaishno Chambers, 5th Floor, Room No. 502 & 503, 6 Brabourne Road,  
Kolkata – 700001, WB, IN.

**Phone No.:** 033-40049728

**Website:** [www.linkintime.co.in](http://www.linkintime.co.in)

**Email:** [kolkata@linkintime.co.in](mailto:kolkata@linkintime.co.in)

## 25. Route Map showing Directions to reach to the venue of the Meeting :



### **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

#### **Login method for Individual shareholders holding securities in demat mode is given below:**

##### **1. Individual Shareholders holding securities in demat mode with NSDL:**

- i. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IdeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to “InstaVote” website for casting your vote during the remote e-Voting period.
- ii. If you are not registered for IdeAS e-Services, option to register is available at <https://eservices.nsd.com> Select “Register Online for IdeAS Portal” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>.

- iii. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

## **2. Individual Shareholders holding securities in demat mode with CDSL:**

- i. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
- ii. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.
- iii. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
- iv. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on fc and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

## **3. Individual Shareholders (holding securities in demat mode) login through their depository participants:**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.





**Login method for Individual shareholders holding securities in physical form is given below:**

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:
  - a) User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company.
  - b) PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - c) DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - d) Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - ▶ Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
  4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned



certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 22- 23058542-43.

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company





**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**By the order of the board  
For Cool Caps Industries Limited**

**Sd/-  
Arijit Ghosh  
Company Secretary and Compliance Officer**

**Place: Kolkata  
Date: 26.08.2022**



**ANNEXURE TO THE NOTICE**

**Details of Directors seeking appointment / reappointment at the 7<sup>th</sup> Annual General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Name of the Director	Mrs. Poonam Goenka
Date of Birth	12.06.1971
Nationality	Indian
Date of Appointment on the Board	14.03.2016
Qualification	Bachelor of Commerce from University of Calcutta
Disclosure of relationship between directors inter-se	Wife of Mr. Rajeev Goenka Mother of Mr. Vanshay Goenka Sister of Mr. Arun Gourisaria
Shareholding of Non-Executive Director	25720 Equity Shares
List of Directorship in other companies as on August 26, 2022.	1. Purv Logistics Private Limited 2. Rishipoonam Realtors LLP

**By the order of the board  
For Cool Caps Industries Limited**

**Sd/-  
Arijit Ghosh  
Company Secretary and Compliance Officer**

**Place: Kolkata  
Date: 26.08.2022**