



Bengal National Chamber of Commerce & Industry

CIN : U91110WB1940NPL010249

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No: PR-1/197

5th December, 2020

To: All Members of the Chamber

NOTICE

is hereby given that an **Extraordinary General Meeting** of the Members of **M/s. Bengal National Chamber of Commerce and Industry** will be held in the open lawns of the Chamber at Plot No. AA-IIA/13, Premises No 17-0374, Action Area– IIA, Rajarhat, New Town, Kolkata – 700156, on the **21st day of December, 2020 at 11.00 A.M.** to transact the following businesses:-

1. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special resolution:

“RESOLVED THAT in supersession of the Bye-Laws [being Clauses (1) to (6)] regarding payment of subscription as approved by the chamber at the 101st Annual General Meeting held on 26th May 1988 and in view of the Pandemic situation across the country and the Lockdown/Unlock measures announced by the government resulting in the complete shutdown of Chamber operations from 24th March 2020 to 7th June 2020 and thereby making it impossible to abide by the bye-laws relating to payment of subscription, the chamber hereby approves and adopts that the Secretary would issue notices by 31st of December, 2020 to all members who are active and valid members as on 31st March, 2020 for payment of subscription for the year 2020. The payments in respect of subscriptions for the Year 2020 in terms of the said notice would need to be paid by 31st January 2021.”

“FURTHER RESOLVED THAT this amendment would only apply for the payment of subscription for the Financial Year 2020-21 and that in future years the chamber would continue to be governed by the Bye Laws regarding payment of subscription as approved by the chamber at the 101st Annual General Meeting held on 26th May, 1988 unless amended at an general meeting by members.

“FURTHER RESOLVED THAT all related clauses in the Articles of Association of the Chamber encompassing the effects of the Subscription Bye Laws would become effective based on the amended subscription payment bye-law in terms of this resolution”

“FURTHER RESOLVED THAT Article 17 relating to termination of membership would stand corrected as below only in respect of subscription for the year 2020-21

“Any member whose subscription is in arrear as on 1st February 2021 and who will not pay such arrear within 2 months of the issue of a written notice calling for such payment, shall be liable to have his membership terminated by the decision of the committee made to such effect.”

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Explanatory Statement:

As all members would be aware, the world is in the middle of a Global Pandemic effecting persons and organisations without any exception. As a result of this Pandemic, the Government of India had announced a series of Lockdown Measures from 24th March, 2020 followed by some Unlock measures with restrictions which is continuing till date. Your chamber had a requirement in terms of its bye laws to issue notices for receiving subscription from its members by the last week of March 2020 which require the members to pay their subscription by April, 2020. Alongwith this there were also related clauses affecting the members with respect to the subscription clause. The EC in its meeting have deliberated the matter thoroughly and have now come to a conclusion to amend the said bye laws applicable only for this Year 2020-21 in respect of the subscription Bye Laws and other related matters. In view of the same the committee proposes the above resolutions to be adopted and passed by the members to ensure smooth conduct of business of the Chamber.

Notes:-

1. Members who have paid their subscription for the Year 2019-20 are entitled to attend this Annual General Meeting. In addition all new members inducted from April 20 till date are also eligible to attend this Annual General Meeting.
2. Members who have not yet paid their subscription for the Year 2019-20 and are desirous of attending the Annual General Meeting are advised to pay their subscriptions by 18th of December, 2020 to ensure their attendance at the Annual General Meeting.
3. Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice.

The favour of your presence is requested.

By Order
(Prajnaparamita Jana)
Senior Assistant Secretary