NICCO PARKS & RESORTS LIMITED
CIN: L92419WB1989PLC046487,
Registered office: 'JheelMeel', Sector IV, Salt Lake City, Kolkata – 700 106,
Tel: (033) 66285528/5518,
Website: www.niccoparks.com, E-mail: niccopark@niccoparks.com

01/2024-25

NOTICE OF POSTAL BALLOT

Notice is hereby given to the Members of **NICCO PARKS & RESORTS LIMITED** (the **'Company'**), pursuant to Section 108 and Section 110 of the Companies Act, 2013 (**'the Act'**) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended (**'Management Rules'**) read with the General Circular nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022 and 09/2023 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 respectively issued by the Ministry of Corporate Affairs (**"MCA"**) (hereinafter collectively referred to as **"MCA Circulars"**), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('LODR' hereinafter) read with Regulation 17(1C) of the LODR and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Ordinary Resolution/Special Resolution as set out in this Notice are proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means (**'remote e-voting'**).

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the Members would only take place through the remote e-voting.

SPECIAL BUSINESS

1. **Appointment of Ms. Roshni Sen, IAS (DIN: 10551767) as a Director: -**

To consider and if thought fit, to pass the following resolution as an <u>ORDINARY RESOLUTION</u>: -

"RESOLVED THAT pursuant to the provisions of Sections 152, 160 & 161 of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) & the Articles of Association of the Company, and pursuant to the recommendations of the Nomination and Remuneration Committee of the Board, Ms. Roshni Sen, IAS (DIN: 10551767), Nominated by the West Bengal Industrial Development Corporation Limited, who was appointed as an Additional Director of the Company at the Board meeting held on May 03, 2024 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director of the Company under section 160 of the Companies Act, 2013, be and is hereby appointed as a Nominee Director, liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

2. **Reappointment of Mr. Dipankar Chatterji (DIN: 00031256) as an Independent Director: -**

To consider and if thought fit, to pass the following resolution as a <u>SPECIAL RESOLUTION</u>: -

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) and such other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Dipankar Chatterji (DIN: 00031256), Non-Executive, Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in the Act and Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Non-Executive Independent Director of the Company to hold office for a second term of five consecutive years with effect from July 26, 2024 upto July 25, 2029."

"RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Companies Act, 2013, if any, Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for the continuation of Mr. Dipankar Chatterji (DIN: 00031256) as a Non-Executive Independent Director of the Company consequent to Mr. Chatterji attaining the age of 75+ years during the tenure of his re-appointment as Non-Executive Independent Director of the Company."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

NICCO PARKS & RESORTS LIMITED

Registered Office:

'Jheel Meel'
Sector IV, Salt Lake City
Kolkata – 700 106

s/d
Rahul Mitra
Executive President -
Company Secretary & Compliance Officer
ICSI Membership No: 20714

Date:03.05.2024

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Businesses mentioned in the Postal Ballot Notice is annexed herewith and forms part of this Postal Ballot Notice.

2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on May 31, 2024 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to Members for this Postal Ballot.

3. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Management Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating e-voting to enable the Members to cast their votes electronically.

4. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.niccoparks.com, websites of the Stock Exchange i.e. BSE Limited (BSE) at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

5. All the documents referred to in this Notice and the Explanatory Statement pursuant to Section 102 of the Act, will be available for inspection via electronic mode from the date of circulation of this Notice upto the date of declaration of Postal Ballot results. Members can inspect the same by writing an e-mail to the Company at rahul@niccoparks.com.

6. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.

7. In compliance with the MCA Circulars, the Notice is being sent by electronic mode to those Members whose names appear in the Register of Members / Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on May 31, 2024 ("Cut-Off Date") and whose e-mail IDs are registered with the Company / Registrar and Transfer Agent / Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 10. Further, the Members whose names appear in the Register of Members/ List of Beneficial Owners as on May 31, 2024, being the cut-off date are entitled to vote on the Resolutions set forth in this Postal Ballot Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.

8. The e-voting period will commence from Tuesday, June 11, 2024, at 9.00 a.m. IST and end on Wednesday, July 10, 2024, at 5.00 p.m. IST. The e-voting module shall be disabled by National Securities Depository Limited (NSDL) for voting thereafter.

Electronic Dispatch of Postal Ballot Notice and Process for Registration of Email ID for obtaining copy of Postal Ballot Notice:

9. In compliance with the aforesaid MCA circulars, notice of this Postal Ballot is being sent only through electronic mode to Members whose e-mail address is registered with the Company or Registrar and Transfer Agent or with the Depository Participant(s). The aforesaid Notice has been uploaded on the website of the Company i.e. www.niccoparks.com, the same can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and is also available on the website of NSDL (agency providing the remote e-Voting facility) at www.evoting.nsdl.com.

10. Members holding shares in physical mode and who have not updated their e-mail addresses with the Company are requested to register/update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.niccoparks.com) or contact our Registrar and Transfer Agent, R & D Infotech Pvt. Ltd., 15/C, Naresh Mitra Sarani formerly (Beltala Road), Kolkata - 700 026 or through email to rdinfotech@yahoo.com and info@rdinfotech.net and update their respective email address by requisite documents. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants. After successful registration of the e-mail address, a copy of this Postal Ballot Notice along with the remote e-voting user ID and password will be sent to your registered e-mail address, upon request received from the Members.

11. Members may send their queries related to items included in the Postal Ballot Notice on the email id rahul@niccoparks.com from their registered email address, mentioning their name, folio number/DP ID-Client ID, as applicable, mobile number & copy of PAN card. Said queries shall be appropriately replied to by the Company.

12. General Guidelines for Shareholders for Voting:

a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. of the duly authorized signatory(ies) who are authorized to vote through remote e-voting, to the Scrutinizer by e-mail to pvsm17@rediffmail.com or rahul@niccoparks.com with a copy marked to evoting@nsdl.co.in.

b. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon (5) five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

c. In case of any queries related to e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 222 990 or send a request at evoting@nsdl.co.in.

d. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date May 31, 2024.

13. The Company has appointed Mr. P. V. Subramanian (C.P No.: 2077 & ACS: 4585), Practicing Company Secretary, as the Scrutinizer for conducting the entire polling process (including remote e-voting) in a fair and transparent manner.

14. The Scrutinizer shall after the conclusion of the e-voting on July 10, 2024, 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 scrutinizer's report within the prescribed time. Such report shall contain details of the total votes cast in favour of or against, if any, and submit the report to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the e-voting of the Postal Ballot forthwith. The Resolutions, if passed by requisite majority, shall be deemed to have been passed on July 10, 2024, being the last day of remote e-voting.

15. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.niccoparks.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed.

16. In compliance with Section 110 Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the company proposes to convene e-voting/Postal Ballot for appointment of Directors and Managing Director & CEO and an advertisement pertaining to this Postal Ballot is being published in one English national daily newspaper (in English language) and one Bengali daily newspaper (in vernacular language, i.e. Bengali).

Instructions for Members for Remote E-Voting are as Under:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New

	System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode 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 evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID

	For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pvsm17@rediffmail.com, rahul@niccoparks.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL and/ or Mr. Amit Vishal, Deputy Vice President, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to rdinfotech@yahoo.com, info@rdinfotech.net, rahul@niccoparks.com)

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (rdinfotech@yahoo.com, info@rdinfotech.net, rahul@niccoparks.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

NICCO PARKS & RESORTS LIMITED

Registered Office:

'Jheel Meel'
Sector IV, Salt Lake City
Kolkata – 700 106

s/d
Rahul Mitra
Executive President -
Company Secretary & Compliance Officer
ICSI Membership No: 20714

Date: May 3, 2024

Explanatory Statement as required under section 102(1) of the Companies Act, 2013.
ITEM NO. 1

The Company was in receipt of a letter No: WBIDC/CA/NPRL/3045 dated 19.03.2024, from West Bengal Industrial Development Corporation Ltd, intimating the nomination of Ms. Roshni Sen, (DIN: - 10551767) IAS, Additional Chief Secretary, Chairman and Managing Director, West Bengal Industrial Development Corporation Ltd, Government of West Bengal in place of the outgoing, Nominee Director, Ms. Vandana Yadav, IAS. (DIN: 02202329).

Ms. Roshni Sen, IAS (DIN: 10551767) is presently posted as Additional Chief Secretary, Environmental Department and Additional Chief Secretary, Fisheries, Aquaculture, Aquatic Resources and Fishing Harbour Department and also designated as Chairperson and Managing Director of West Bengal Industrial Development Corporation Ltd.

On the recommendations of the Nomination & Remuneration Committee (NRC), the Board of Directors of the Company appointed Ms. Roshni Sen, IAS (DIN: 10551767), Additional Chief Secretary, Chairman and Managing Director, West Bengal Industrial Development Corporation Ltd, Government of West Bengal, as an Additional Director (Nominee) on the Board of the Company with effect from May 03, 2024.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member of the Company signifying their intention to propose the appointment of Ms. Roshni Sen, IAS (DIN: 10551767), as a Nominee Director. Ms. Roshni Sen, if elected, will be liable to retire by rotation.

The Company has received from Ms. Roshni Sen, IAS (DIN: 10551767), – (i) Consent in writing to act as a director in Form DIR-2 pursuant to Section 152 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR-8 in terms of Rule 14 of the Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that she is not disqualified under section 164(1) or 164(2) of the Companies Act, 2013 and (iii) a notice of declaration of her interest /concern in Form MBP-1 as provided in Section 184(1) of the Companies Act, 2013 (iv) Declaration to the effect that she is not debarred from holding the office of director pursuant to any SEBI order or any such other authority.

The Board is of the opinion that the association of Ms. Roshni Sen, IAS (DIN: 10551767), would be of immense benefit to the company.

Except, Ms. Roshni Sen, IAS (DIN: 10551767), who is interested in her appointment, no other Director of the Company or Key Managerial Personnel or their relatives is/are concerned or interested, financially or otherwise in the said appointment.

The Board recommends the resolution set out in item No. 1 for the approval of the members.

ITEM NO. 2

On the recommendations of the Nomination & Remuneration Committee (NRC) and in compliance with the provisions of Regulation 17(1A) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended from time to time) the Board of Directors of the company proposes the 'special resolution' set out in agenda No:2, seeking approval of the Members of company, with respect to reappointment and continuation of the Directorship of Mr. Dipankar Chatterji (DIN: 00031256) who has attained the age of 76 Years, in his second term as an Independent Director of the Company.

Mr. Dipankar Chatterji, a Chartered Accountant by profession, is a senior partner in L B Jha & Co. He was a member of the working group constituted by the RBI to review the system of on-site supervision over banks. He has been on the Board of four nationalized banks, a public sector mutual fund and an associate company of State Bank of India. He has been nominated on the boards of various companies by Banks/ Financial Institutions. He has served as Chairman of the Auditing Practices Committee of the Institute of Chartered Accountants of India. The Board considers that Mr. Chatterji's continued association would be of immense benefit to the Company and it is desirable to continue to avail his services. Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice.

Except Mr. Dipankar Chatterji (DIN: 00031256), who is interested in his appointment, no other Director of the Company or Key Managerial Personnel or their relatives is/are concerned or interested, financially or otherwise in the said appointment.

The Board recommends the resolution set out in item No. 2 for the approval of the members.

NICCO PARKS & RESORTS LIMITED

Registered Office:

'Jheel Meel'
Sector IV, Salt Lake City
Kolkata – 700 106

s/d
Rahul Mitra
Executive President
Company Secretary & Compliance Officer
ICSI Membership No: 20714

Date: May 3, 2024

ANNEXURE TO THE NOTICE

Details of Director seeking appointment /re-appointment pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 - Secretarial Standard on General Meetings.

Name of Director	Ms. Roshni Sen, IAS	Mr. Dipankar Chatterji
DIN	10551767	00031256
Date of Birth	28.06.1966	23.08.1948
Date of Appointment:	03.05.2024	26.07.2019
Expertise in specific functional areas:	IAS, Additional Chief Secretary, Environmental Department and Additional Chief Secretary, Fisheries, Aquaculture, Aquatic Resources and Fishing Harbour Department and also Chairperson and Managing Director of West Bengal Industrial Development Corporation Ltd	Finance & Accounts
Qualifications	MSC in Physics	Chartered Accountant
List of Companies in which Directorships held:	1. West Bengal Highway Development Corporation Limited 2. West Bengal Trade Promotion Organisation 3. West Bengal Industrial Development Corporation Ltd	**LISTED** 1. Paradeep Phosphates ltd 2. Zuari Agro Chemicals Limited 3. Nicco Parks & Resorts Limited **UNLISTED** 4. Bengal Peerless Housing Development Company Limited 5. Jagaran Microfin Private Limited 6. Ambuja Neotia Healthcare Venture Limited 7. Delphi Management Services Private Limited 8. Patton International Limited. 9. The Peerless General Finance & investment Company Limited.
Memberships / Chairmanships of Committees of Directors of the Company	Nil	1. Nomination & Remuneration Committee - Member 2. Corporate Social Responsibility Committee – Member 3. Audit Committee - Member
Memberships/ Chairmanships of Committees of Directors of other Companies	Nil	Audit Committee – Member 1.The Peerless General Finance & Investment Company Limited 2.Jagaran Microfin Private Limited 3.Patton International Limited Audit Committee- Chairman

		1.Bengal Peerless Housing Development Company Ltd 2.Zuari Agro Chemicals Ltd 3.Paradeep Phosphates Ltd 4.Ambuja Neotia Healthcare Venture Limited Nomination & Remuneration Committee – Member 1.Jagaran Microfin Private Limited 2.Ambuja Neotia Healthcare Venture Limited Nomination & Remuneration Committee – Chairman 1.Bengal Peerless Housing Development Company Ltd 2.Zuari Agrochemicals Ltd Corporate Social Responsibility Committee – Member 1.Bengal Peerless Housing Development Company Ltd Risk Management Committee – Member 1.Jagaran Microfin Private Limited 2.Zuari Agrochemicals Ltd 3.Paradeep Phosphates Ltd
Shareholding of Non-Executive Directors	Nil	Nil
Disclosure of relationship between directors inter-se	NA	NA
Skills and Capabilities for Independent Directors	NA	Mr. Chatterji has vast experience in Financial Management & Accountancy.
Listed entities from which the Director has resigned in the past three years	NA	1.Zuari Industries Limited 2.Mangalore Chemicals and Fertilizers Limited 3. Hindustan National Glass & Industries Limited