

# **KANDLA CUSTOM BROKERS ASSOCIATION**

**(CIN: U74999GJ2018NPL105153)**

**Registered Office:** Plot No. 71, Sector 8, Room No. 7, Chamber of Commerce Building,  
Gandhidham – 370 201 (Kutch)

**Email:** office@kcba.org.in **Phone:** 02836 227435 **Website:** kcba.org.in

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

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**NOTICE** is hereby given that the **7<sup>th</sup> Annual General Meeting (AGM)** of the members of **Kandla Custom Brokers Association** is scheduled to be held on **Thursday, 18<sup>th</sup> September, 2025 at 5:00 p.m.** at **Hotel Shiv Grand situated at Plot No. 32, Sector 8, Near B. M. Petrol Pump, Gandhidham – 370 201 (Kutch)** to transact the following business:

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### **ORDINARY BUSINESSES:**

**Agenda 1: Adoption of Financial Statements:** To receive, consider and adopt Audited Balance Sheet as on 31<sup>st</sup> March, 2025 and Statement of Income & Expenditure and Cash Flow Statement for the year ended on that day along with the Directors' and Auditor's Report thereon.

**Agenda 2:** To appoint a Director (Member of Managing Committee) in place of Mr. Dineshchand Navratmal Gupta (DIN: 00469663) who retires by rotation and being eligible offers himself for reappointment

**Agenda 3:** To appoint a Director (Member of Managing Committee) in place of Mr. Dhiren Kumudray Chhaya (DIN: 00330260) who retires by rotation and being eligible offers himself for reappointment

**Agenda 4:** To appoint a Director (Member of Managing Committee) in place of Mr. Surojit Narayan Chandra Chakraborty (DIN: 06810930) who retires by rotation and being eligible offers himself for reappointment

**Agenda 5:** To appoint a Director (Member of Managing Committee) in place of Mr. Keyur Girish Thakrar (DIN: 00037309) who retires by rotation and being eligible offers himself for reappointment

**Agenda 6:** To appoint a Director (Member of Managing Committee) in place of Mr. Sanjay Mahendra Dave (DIN: 07586127) who retires by rotation and being eligible offers himself for reappointment

**Agenda 7:** To appoint a Director (Member of Managing Committee) in place of Mr. Ramendra Satyandra Singh (DIN: 07362539) who retires by rotation and being eligible offers himself for reappointment

**Agenda 8:** To appoint a Director (Member of Managing Committee) in place of Mr. Hemchandra Budhiraj Yadav (DIN: 03581769) who retires by rotation and being eligible offers himself for reappointment

**Agenda 9:** To appoint a Director (Member of Managing Committee) in place of Mr. Harichand Laxmichand Tharwani (DIN: 00938673) who retires by rotation and being eligible offers himself for reappointment

**Agenda 10:** To appoint a Director (Member of Managing Committee) in place of Mr. Suresh Devshanker Joshi (DIN: 08138635) who retires by rotation and being eligible offers himself for reappointment

**Agenda 11:** To appoint a Director (Member of Managing Committee) in place of Mr. Pramod Dharamshi Soneta (DIN: 08277344) who retires by rotation and being eligible offers himself for reappointment

**Agenda 12:** To appoint a Director (Member of Managing Committee) in place of Mr. Harishyam Hariharan Chundakattil (DIN: 03358884) who retires by rotation and being eligible offers himself for reappointment

**Agenda 13:** To appoint a Director (Member of Managing Committee) in place of Mr. Atul Kumar Rai (DIN: 08469950) who retires and being eligible offers himself for reappointment

**SPECIAL BUSINESS:**

**Agenda 14: Alteration in Articles of Association:** In this regard, to consider and if thought fit, to pass the following resolution, with or without modification, as **Special Resolution:**

**“RESOLVED THAT** pursuant to the provision of Section 8(4) (i) and 14 (1) and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and subject to the approval of Central Government (Registrar of Companies), the consent of members of the Company be and is hereby accorded to alter Article 12 (2) of the Articles of Association of the Company to read as follows after alteration:

- (2) Only individual person who is a member of the Company or acting as representative of member of the Company, at least for a period of 2 (Two) years shall be eligible to become a member of the Managing Committee.

Provided that an individual who is holding any office as Sarpanch, MLA, MP, Mayor, Councilor, Nagar Sevak, Corporator or like or an individual who is holding any office such as president, vice president, joint president or joint vice president, secretary, joint secretary, treasurer, pramukh or like of any political party or otherwise actively engaged in the affairs of any political party shall not be eligible to become director (member of the Managing Committee) of the Company.

**“RESOLVED FURTHER THAT** if any change, alteration, addition, deletion or modification is suggested or ordered by the Registrar of Companies in this resolution and/or contents of the Articles of Association proposed to be altered by this resolution, the Managing Committee/Board of Directors or any person authorised by it to carry out necessary procedure to give effect to the resolution shall have an authority to carry out such change, alteration, addition, deletion or modification as suggested or ordered by the Registrar of Companies in this resolution and/or contents of the Articles of Association without further approval of the Board of Directors or General Meeting”.

**“RESOLVED FURTHER THAT** the Board of Directors/Managing Committee of the Company be and is hereby authorized to execute and sign any forms, papers and documents and to file the same with any authority under the Companies Act, 2013 and generally to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

**By Order of the Managing Committee**

**For, Kandla Custom Brokers Association**



**Dineshchand Gupta – President  
(DIN: 00469663)**

**Date: 03/09/2025**

**Place: Gandhidham**

**NOTES:**

- 1. The members entitled to attend and vote at the meeting are entitled to appoint his/its proxy to attend and vote at the meeting. However, only the member or his/its representative shall be eligible to be appointed and act as proxy. One person cannot act as proxy of more than one member. Proxy shall have right to vote only when voting take places by ballot and not in case of show of hands. Proxy to be valid must reach at the registered office of the Company at least 48 hours before the meeting. Blank proxy form (MGT – 11) is attached herewith.**
- 2. Members are requested to note that AGM shall commence sharp at 5:00 p.m. Members are requested to occupy the seat on or before 4:50 p.m.**
- 3. Minutes of the previous AGM Meeting shall be read out at the meeting, before proceeding on agenda items listed at the meeting.**
- 4. Attendance Slip is sent herewith. Members are requested to bring duly filled up attendance slip and to hand over the same at the meeting venue.**
- 5. Route map of the Meeting venue is sent herewith.**

6. Members desirous for any information or queries on accounts/financial statements or relating thereto are requested to send their queries at least 3 days in advance to the Company at its registered office address or at email address of the Company at office@kcba.org.in to enable the Company to collect the relevant information and answer them at the Meeting.

7. AGM shall be followed by dinner.

**Explanatory statement pursuant to Section 102 of the Companies Act, 2013**

**Agenda 14: Alteration in Articles of Association:**

In order to strengthen governance and ensure that the Managing Committee benefits from the experience of Members and to maintain independence from external political influence, the Managing Committee has proposed to alter Article 12(2) of the Articles of Association to prevent a person having political connection from occupying the position as Managing Committee Member. After the alteration, only a person who has been a member or representative of a member of the Company for a period of at least 2 years and is an individual not holding any office as Sarpanch, MLA, MP, Mayor, Councilor, Nagar Sevak, Corporator or like or any office such as president, vice president, joint president or joint vice president, secretary, joint secretary, treasurer, pramukh or like of any political party or otherwise actively engaged in the affairs of any political party, will be eligible to be a Managing Committee Member.

This proposed alteration will encourage greater involvement of committed Members while ensuring the independence of Managing Committee decisions. Since the alteration in Articles of Association requires approval of the members by way of Special Resolution as per Section 14 of the said Act, the motion set out in Agenda No. 14 of the notice is proposed before the members for their approval by way of Special Resolution so as to alter the Articles of Association. The Board recommends the motion set out in Agenda No. 14 of the notice to be passed as Special Resolution.

The copy of Articles of Association with proposed alterations is available for inspection to any member of the Company during the business hours on any day except Sunday and public holiday. The same shall also be placed before the members in the Annual General Meeting.

None of the Directors or their relatives is concerned or interested financially or otherwise, in the resolution except as a member of the Company.

**By Order of the Managing Committee**

**For, Kandla Custom Brokers Association**



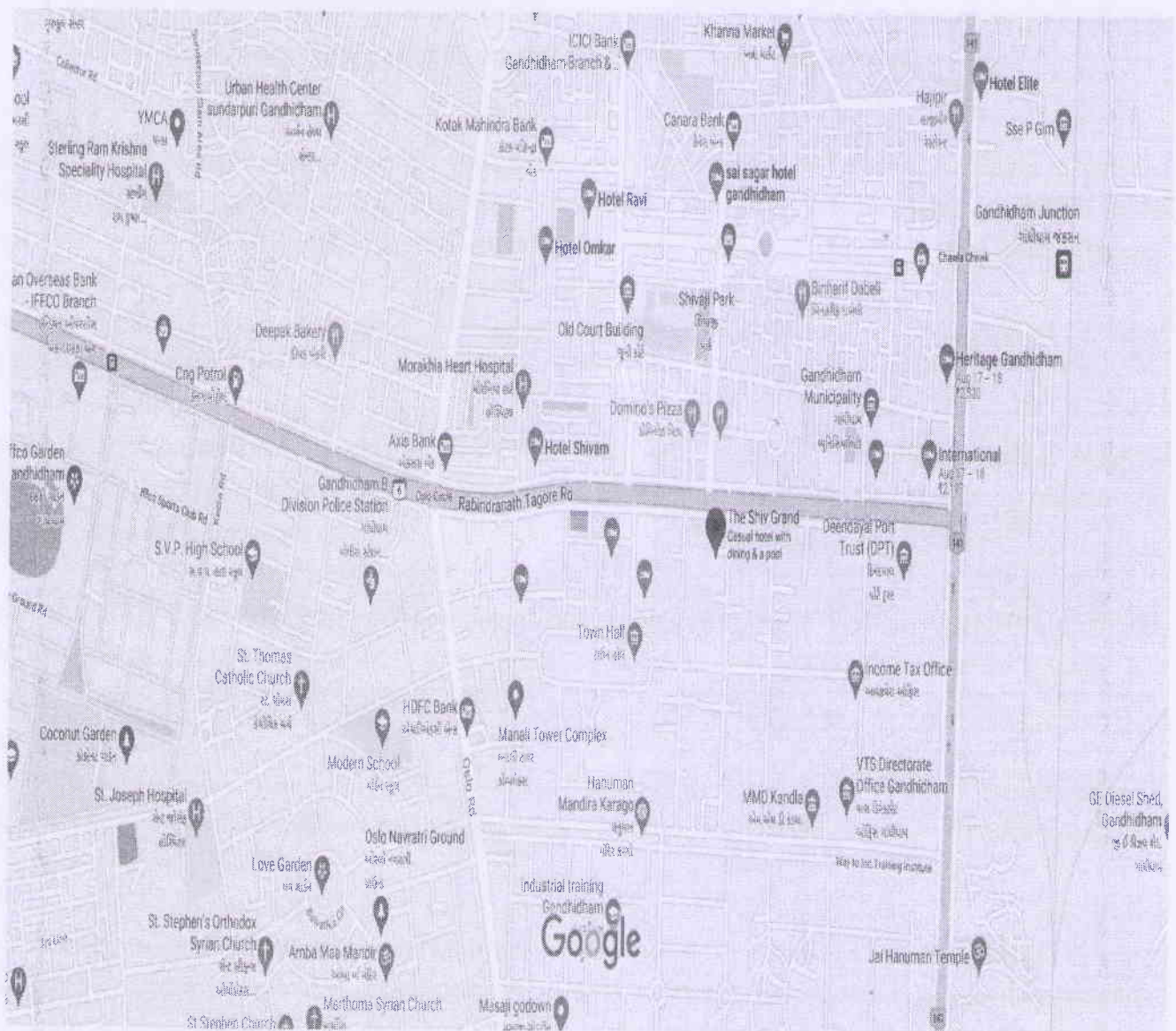
**Dineshchand Gupta – President**  
**(DIN: 00469663)**

**Date: 03/09/2025**

**Place: Gandhidham**



Google Maps      The Shiv Grand



**CERTIFIED COPY OF THE MINUTES OF THE 6<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF KANDLA CUSTOM BROKERS ASSOCIATION HELD ON TUESDAY, 24<sup>TH</sup> SEPTEMBER, 2024 WHICH WAS COMMENCED AT 05:00 P.M. AND CONCLUDED AT 06:00 P.M. AT HOTEL SHIV GRAND, PLOT NO.32, SECTOR 8, NEAR B.M. PETROL PUMP, GANDHIDHAM – 370 201**

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**-----MEMBERS PRESENT:**

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|----------------------------------|---------------------------------|
| 1. Mr. Dineshchand N. Gupta      | - Member & President (In Chair) |
| 2. Mr. Surojit Chakraborty       | - Member & Vice President       |
| 3. Mr. Dhiren K. Chhaya          | - Member & Vice President       |
| 4. Mr. Keyur G. Thakrar          | - Member & Secretary            |
| 5. Mr. Ramendra S. Singh         | - Member & Jt. Secretary        |
| 6. Mr. Sanjay M. Dave            | - Member & Treasurer            |
| 7. Mr. Atul Kumar Rai            | - Member & Director             |
| 8. Mr. Harichand L. Tharwani     | - Member & Director             |
| 9. Mr. Harishyam H. Chundakattil | - Member & Director             |
| 10. Mr. Pramod D. Soneta         | - Member & Director             |
| 11. Mr. Gordhan Bhawnani         | - Member                        |
| 12. Mr. R. Ganesh                | - Member                        |
| 13. Mr. Chandresh P. Maru        | - Member                        |
| 14. Mr. Arvind Patel             | - Member                        |
| 15. Mr. Jitendra Mehrawat        | - Member                        |
| 16. Mr. Manish Parmar            | - Proxy of Member               |
| 17. Mr. Kanva Chhaya             | - Member                        |
| 18. Mr. Atul Joshi               | - Member                        |

**CHAIRMAN & QUORUM:**

In terms of provisions of Articles of Association, Members present requested Mr. Dineshchand N. Gupta to occupy the Chair. Mr. Dineshchand N. Gupta occupied the Chair and greeted the Members present at the meeting. He then ascertained the quorum and having satisfied as to presence of quorum, ordered the meeting to proceed.

The Chairman informed the members that CA Ketan Thacker, Auditor of the Company expressed his unavailability to attend the meeting and sought exemption from attending the meeting. Accordingly, the leave of absence was granted to the auditor.

**2 MINUTES SILENCE:**

Chairman then requested to stand up and observe two minutes silence as obituary to the members passed away during last one year. All the members present at the meeting observed two minutes silence.

**INSPECTION OF REGISTERS:**

The Chairman informed the meeting that Audited Financial Statements for the year ended on 31<sup>st</sup> March, 2024 and Documents annexed / attached thereto and circulated among the Members would be available for inspection by Members. He also informed the meeting that Statutory Registers had been kept open and accessible by any members and would remain so open until the conclusion of the Meeting.

**INFORMATION AS TO ACTIVITIES OF THE ASSOCIATION:**

He then apprised the members in brief about the working of the Company and future plan of actions.

**READING OF NOTICE OF ANNUAL GENERAL MEETING ETC.:**

The Notice of Annual General Meeting, Directors' Report and Audited Financial Statements having already been circulated among the Members, the same were taken as read with the approval of the Members. Auditors' Report was read by the Chairman and informed the Members that there was no adverse remark or qualification in the Audit Report same were taken as read with the approval of the Members. The Chairman then placed before the meeting minutes of the 5<sup>th</sup> Annual General Meeting held on 12<sup>th</sup> September, 2023 and requested Mr. Keyur Thakrar, Secretary to read the said minutes and inform the members as to activities of the Association during the year 2023-24.

*Thereafter the following resolutions were passed at the meeting,*

**AGENDA 01: ADOPTION OF ACCOUNTS:**

The Chairman placed before the Meeting the Audited Financial Statements and other documents annexed/attached thereto and informed the Members as part of ordinary business every year, the accounts to be approved by the Members. He then proposed

and Mr. Keyur G. Thakrar (DIN: 00037309) seconded the following motion to be passed as an **Ordinary Resolution**:

**"RESOLVED THAT** the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024 together with the Reports of the Directors and Auditor thereon be and are hereby considered, approved and adopted."

*Thereafter the Chairman asked the members to raise query if any, regarding accounts of the Company or working of the KCBA.*

No query as to accounts or financial statements was raised by any member. Then motion as to adoption of financial statements was put to vote. All the members present at the meeting unanimously approved the motion with show of hands and then Chairman of the meeting declared the resolution passed as ordinary resolution with unanimous consent.

**AGENDA 02: REAPPOINTMENT OF AUDITOR:**

The Chairman informed the members that the term of office of Mr. Ketan Thacker, Chartered Accountant – Rajkot (Mem. No.: 161050) Proprietor of M/s. Ketan Thacker & Associates would expire at the conclusion of this Annual General Meeting. He further informed that Managing Committee has recommended re-appointment of Mr. Ketan Thacker as Statutory Auditor for a term of 5 Years i.e. from the conclusion of this Annual General Meeting till the conclusion of 11<sup>th</sup> Annual General Meeting. He then proposed and Mr. Keyur G. Thakrar seconded the following motion to be passed as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 139 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof Mr. Ketan Thacker, Chartered Accountant – Gandhidham (Mem. No.: 161050) Proprietor of M/s. Ketan Thacker & Associates (FRN: 139147W) be and is hereby reappointed as an Auditor of the Company to hold the office from conclusion of this Annual General Meeting until conclusion of 11<sup>th</sup> Annual General Meeting of the Company, at such remuneration as may be agreed upon between the Company and the Auditor."

Then motion as to reappointment of auditor was put to vote. All the members present at the meeting unanimously approved the motion with show of hands and then



Chairman of the meeting declared the resolution passed as ordinary resolution with unanimous consent.

**VOTE OF THANKS:**

Then the Chairman thanked the members for their active participation in the Annual General Meeting. Thereafter, the Meeting was dissolved with Vote of Thanks to the Chair.

**DATE OF ENTRY:** 18/09/2025

**DATE OF SIGNING:** 18/09/2025

**PLACE OF SIGNING:** GANDHIDHAM



**SD/- DINESHCHAND GUPTA**

**CHAIRMAN'S SIGNATURE**