

INTERNATIONAL COMBUSTION (I) LTD.

Register of Contracts with Related Party and Contracts and Bodies etc. in which Directors are interested

[Pursuant to Section 189(1) and Rule 16(1)]

Contracts or Agreements with any related Party under Section 188 or in which any Director is concerned or interested under Sub-section (2) of Section 184

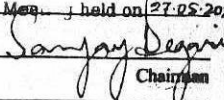
Date of Contract/Arrangement (1)	Name of the Party with which Contract is entered into (2)	Name of the Interested Director (3)	Relation with Director/Company/ Nature of Concern or Interest (4)	Principal Terms and Conditions (5)	Whether the Transaction is at Arm's Length Basis (6)	Date of Approval at the Meeting of the Board (7)	Details of Voting on Such Resolution				Date of the next meeting at which Register was placed for signature (12)	Reference of specific items - (a) to (g) under Sub-section (1) of Section 188 (13)	Amount of Contract or arrangement (14)	Date of Shareholders approval, if any (15)	Signature (16)	Remarks, if any (17)
							No. of Directors present in the Meeting (8)	Directors voting in favour (9)	Directors voting against (10)	Directors remaining neutral (11)						
17-07-2021	Shree Cement Ltd.	Mr. R.L. Gaggar			Yes	9-08-2021	6	6	-	-	09-08-2021	Rs. 12667/-			Placed before the Board Meeting held on 17/07/2021 Sanjay Bagaria CHAIRMAN B.R. S.S. R.L.G.	
28-8-2021	Shree Cement Ltd	Mr. R.L. Gaggar			Yes	2-11-2021					2-11-2021	Rs. 788581/-			Placed before the Board Meeting held on 28/08/2021 Sanjay Bagaria CHAIRMAN B.R. S.S. R.L.G.	
29-11-2021	Shree Cement Ltd	R.L. Gaggar			Yes	31-1-2022					31-1-2022	Rs. 127912/-				
29-12-2021	Shree Cement Ltd	Mr. R.L. Gaggar			Yes	31-1-2022					31-1-2022	Rs. 364261/-				
2-11-2021	Shree Cement Ltd	Mr. R.L. Gaggar			Yes	31-1-2022					31-1-2022	Rs. 531000/-			Placed before the Board Meeting held on 21-01-2022 Sanjay Bagaria Chairman B.R. S.S. R.L.G.	

INTERNATIONAL COMBUSTION (I) LTD.

Register of Contracts with Related Party and Contracts and Bodies etc. in which Directors are interested

[Pursuant to Section 189(1) and Rule 16(1)]

Name of the Bodies Corporate, Firms or other Association of Individuals as mentioned under sub-section (1) of section 184, in which any Director is having any concern or interest

Names of the Companies / Bodies Corporate / Firms / Association of individuals	Name of the interested Director	Nature of Interest or concern / change in interest or concern	Shareholding (if any)	Date on which Interest or concern arose / changed	Signature
International Combustion (India) Ltd.	Mr. Sanjay Bagaria	Director (Non-Executive Chairman)	13900	13.04.1989	Please store the Board Meeting held on 27.05.2021  Chairman
Jagadbal Jute & Industries Limited		Director	75500	11.08.1986	
Mahadeo Jute & Industries Limited		Director	25500	04.09.1987	
Bagaria More Co. Ltd.		Director	24,75,750	25.09.1990	
Dee Emm Trade Holding Pvt. Ltd.		Director	50	30.03.1999	
International Combustion (India) Ltd.	Mr. Indrajit Sen	Managing Director	NIL	15.04.1985	
Europly Industries Ltd.	Mr. Ratan dal Gargar	Director	NIL	28.06.1976	
TIL Ltd		Director	NIL	14.05.1985	
Baharpur Cooling Towers Ltd.		Director	NIL	30.12.1989	
Sumedha Fiscal Services Ltd.		Director	NIL	30.03.1993	
Machino Polymer Ltd.		Director	NIL	12.02.1999	
Subhash Kabari Power Corporation Ltd.		Director	NIL	08.09.2012	
International Combustion (India) Limited		Director	NIL	11.01.1989	
Shree Cement Ltd.		Director	NIL	26.01.1995	
Machino Polymers India Pvt. Ltd.		Director	NIL	30.09.2021	
IFGL Refractories Limited		Mrs. Bharati Ray	Director	NIL	03.09.2014
International Combustion (India) Limited	Director		NIL	07.04.2015	
Ramkrishna Forgings Limited	Mr. Sandipan Chakravorty	Director	NIL	24.09.2016	
International Combustion (India) Limited		Director	NIL	07.02.2020	
Neo Metalics Limited		Director	NIL	07.02.2020	
Asian Hotels (East.) Limited		Director	NIL	10.08.2021	
International Combustion (India) Limited	Mr. Sanjoy Saha	Director	NIL	07.02.2020	



International Combustion (India) Limited

Regd. Off.: Infinity Benchmark, 11th Fl., Plot No. G-1,
Block-EP & GP, Sector-V, Salt Lake, Kolkata - 700 091, India
Date : 26.07.2022

Ms. Nayantara Palchoudhuri
64, Lake Place, Beside Gallery Gold,
Kolkata - 700 029

Sub : Your Appointment as an Independent Director


Madam,

We are pleased to inform you that in accordance with Sections 149 & 161 of the Companies Act, 2013 read with Article 86 of the Articles of Association of the Company, the Board of Directors of the Company, at its meeting held on 26th July, 2022, has appointed you as an Independent Director on the Board of the Company subject to confirmation by the shareholders by means of a special resolution at their ensuing 86th Annual General Meeting and subject to the following terms and conditions:-

- (a) Your term of appointment shall be for a maximum period of 5 years with effect from 26th July, 2022, in accordance with Section 149 of the Companies Act, 2013 subject, however, to the possibility of a second and final consecutive term of five years with the approval of a shareholders' special resolution ;
- (b) Your duties and responsibilities shall be in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (LODR) Regulations, 2015 and other applicable laws and regulations ;
- (c) You shall also be serving as a member of the Nomination & Remuneration Committee, Corporate Social Responsibility (CSR) Committee and the Share Transfer and Stakeholders' Relationship Committee ;
- (d) In accordance with the Companies Act, 2013, you shall be liable only in respect of such acts of omission or commission by the Company which had occurred with your knowledge, attributable through Board processes, and with your consent or connivance or where you had not acted diligently ;
- (e) Currently, the Company has no Directors and Officers (D and O) insurance policy. However, at present, the Company is not required to take out such a policy under the applicable laws and regulations ;
- (f) the Code of Conduct (including the Code for Independent Directors) that the Company expects/ requires its Directors and employees to follow is enclosed ; and
- (g) You shall be entitled to a sitting fee of Rs. 20,000/- or such other amount as may be determined by the Board from time to time in addition to the reimbursement of actual out-of-pocket expenses incurred for attending each Board or Committee meeting ;

Thanking You,

Yours Sincerely,
For International Combustion (India) Limited


Indrajit Sen
Managing Director

Encl. : As above

Sanjay Bagaria
7, Ashoka Road,
Alipore,
Kolkata - 700 027

Date : 26.07.2022

International Combustion (India) Limited
Infinity Benchmark, 11th Floor, Plot No. G-1,
Block EP & GP, Sector V,
Salt Lake Electronics Complex
Kolkata - 700 091

Sub : Notice u/s 160 of the Companies Act, 2013

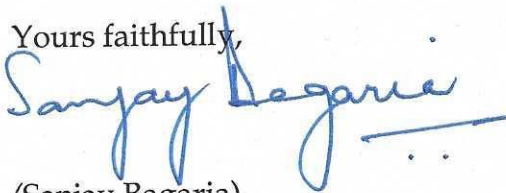
Dear Sir,

I am holding 43,900 equity shares of the Company in dematerialized mode under DP ID IN300214 & CL ID 14717546. I hereby give notice to the Company, pursuant to Section 160 of the Companies Act, 2013, proposing the name of Ms. Nayantara Palchoudhuri for appointment to the Office of Director of the Company at the forthcoming 86th Annual General Meeting (AGM) of the shareholders of the Company.

You are requested to kindly do the needful in the matter.

Thanking You,

Yours faithfully,



(Sanjay Bagaria)

**CERTIFICATE**

CIN of the Company : L36912WB1936PLC008588

Nominal Capital : Rs. 5,00,00,000/-

To

The Board of Directors of
International Combustion (India) Limited
Infinity Benchmark, 11th Floor,
Plot No. G-1, Block EP & GP, Sector V,
Salt Lake Electronics Complex
Kolkata - 700 091

I hereby certify that as on date, none of the Directors on the Board of Directors of M/s. International Combustion (India) Limited, a company incorporated under the Indian Companies Act, 1913, and having its registered office at Infinity Benchmark, 11th Floor, Plot No. G-1, Block EP & GP, Sector V, Salt Lake Electronics Complex, Kolkata - 700091, (hereinafter referred to as "the Company"), as per detailed List of Directors of the Company given below, have been debarred or disqualified from being appointed or continuing in office as Directors of companies, either by the Securities & Exchange Board of India or by the Ministry of Corporate Affairs or by any other such statutory authority.

Sl. No.	Name	Residential Address	Director Identification Number (DIN)
1.	Mr. Sanjay Bagaria, Chairman	7, Ashoka Road, Alipore, Kolkata - 700 027	00233455
2.	Mr. Indrajit Sen, Managing Director	2B, Alpha Apartments, 717, New Alipore, Block P, Kolkata - 700 053	00216190
3.	Mr. Sandipan Chakravorty, Independent Director	9CD, Ashoka Apartments, 111, Southern Avenue, Kolkata - 700 029	00053550
4.	Mrs. (Prof.) Bharati Ray, Independent Director	6B, Sonali Apartments, 8/2A, Alipore Park Road, Kolkata - 700 027	06965340
5.	Mr. Ratan Lal Gaggar, Independent Director	11, Sarat Bose Road (Lansdown Road), Kolkata - 700 020	00066068
6.	Mr. Sanjoy Saha, Non- Executive Director	9A, Southern Avenue, Kolkata - 700 026	00226685



I have examined all relevant records and have obtained all the information and explanations which, to the best of my knowledge and belief, were necessary for the purposes of the above certification.



Arup Kumar Roy
Practicing Company Secretary
Membership No. : ACS-6784
Certificate of Practice No. : 9597

UDIN: **A006784D000401310**



Date : 27th May, 2022
Place : Kolkata

ARUP KUMAR ROY

Practicing Company Secretary

201, Sarat Bose Road, Kolkata 700 029
Phone +91 33 4004 0045, Mobile 98316 87785
arupkroy@rediffmail.com



CERTIFICATE

CIN of the Company : L36912WB1936PLC008588

Nominal Capital : Rs. 5,00,00,000/-

To

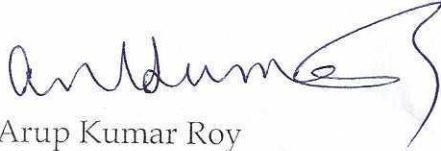
The Board of Directors of
International Combustion (India) Limited
Infinity Benchmark, 11th Floor,
Plot No. G-1, Block EP & GP, Sector V,
Salt Lake Electronics Complex
Kolkata - 700 091

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3.	Mr. Sandipan Chakravorty, Independent Director	9CD, Ashoka Apartments, 111, Southern Avenue, Kolkata - 700 029	00053550
4.	Ms. Nayantara Palchoudhuri, Independent Director	64, Lake Place, Kolkata - 700 029	00581440
5.	Mr. Ratan Lal Gaggar, Independent Director	11, Sarat Bose Road (Lansdown Road), Kolkata - 700 020	00066068
6.	Mr. Sanjoy Saha, Non- Executive Director	9A, Southern Avenue, Kolkata - 700 026	00226685



I have examined all relevant records and have obtained all the information and explanations which, to the best of my knowledge and belief, were necessary for the purposes of the above certification.



Arup Kumar Roy
Practicing Company Secretary
Membership No. : ACS-6784
Certificate of Practice No. : 9597

UDIN:A006784D000731961

Date : 26th July, 2022
Place : Kolkata

