

ADDENDUM TO THE NOTICE OF 27th ANNUAL GENERAL MEETING

With respect to the 27th Annual General Meeting (AGM) of Senco Gold Limited scheduled to be held on Thursday, 30th September, 2021 at 11.30 a.m. at the Registered & Corporate Office of the Company at Diamond Prestige, 41A, A.J.C Bose Road, 10th Floor, Unit No. 1001, Kolkata-700017.

Notice is hereby given to the Members of Senco Gold Limited that Mr. Bhaskar Sen (DIN: 03193003) was appointed as a Non-Executive Independent Additional Director on the Board of the Company by dated 18th September 2021 and to hold office until the date of this Annual General Meeting, in terms of Section 161 and other applicable provisions of the Companies Act, 2013. Accordingly, the candidature for appointment of Mr. Bhaskar Sen to the Office of Director will be taken in the ensuing 27th Annual General Meeting (AGM) of the Company.

The Company is providing facility to the Members of the Company to exercise their right to vote on resolutions as detailed in the notice of the 27th AGM dated 10th July 2021. To enable the members to exercise their voting rights at the AGM on an informed basis, the Company deems it appropriate to notify the addition of the Ordinary Resolution as Agenda Item No.4 to the Notice of the AGM and Addendum to the Explanatory Statement thereof.

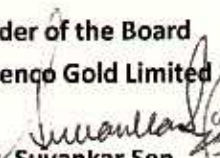
This Addendum to the Notice of the AGM shall form an integral part of the Notice dated 10th July, 2021 circulated to the shareholders of the Company.

The Resolution for appointment of Mr. Bhaskar Sen to the Office of Director will be taken up for consideration of the Members of the Company in the 27th AGM as a part of Special Business in the form of an Ordinary Resolution, as set forth below:

Item No.4 - To appoint Mr. Bhaskar Sen as an Independent Director (DIN: 03193003) on the Board of the Company and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification (s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Bhaskar Sen (DIN 03193003) being eligible and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office with effect from 18th September 2021 for a term upto 17th September 2026 on the Board of the Company."

By Order of the Board
For Senco Gold Limited


Mr. Suvankar Sen
(CEO & Executive Director)
DIN: 01178803



Place: Kolkata

Dated: 28.09.2021

Senco Gold Limited

CIN No. : U36911WB1994PLC064637

Registered & Corporate Office : "Diamond Prestige", 41A, A.J.C. Bose Road,
10th Floor, Kolkata-700 017, Phone : 033 4021 5000 / 5004, Fax No. : 033-4021 5025

Email : contactus@sencogold.co.in Website : www.sencogoldanddiamonds.com

Notes:

1. A Member entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to attend and vote instead of himself / herself and a proxy need not be a Member of the Company. The Instrument of Proxy must be lodged with the Company not less than 48 hours before the Meeting. A person can act as a Proxy on behalf of Members not exceeding fifty and holding in aggregate shares not more than 10 percent of the total Share Capital of the Company. Proxies submitted on behalf of Companies / Association of Persons (AOP) must be supported by an appropriate Resolution/Authority, as applicable.
2. The Register of Members shall remain closed from 24th September 2021 to 30th September 2021 (both days inclusive).
3. The relevant Statement, pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") in respect of the items of Special Business is annexed hereto.
4. Information pursuant to Clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) as amended, relating to the Directors seeking appointment / re-appointment is annexed to the Notice.
5. Corporate Members are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
6. The relevant records and documents connected with the businesses set out in the Notice are available for inspection at the Registered Office of the Company between 10 am and 5 pm on all working days up to the day of the Annual General Meeting.
7. The Statutory Registers viz. Register of Directors' and their shareholding and Register of Contracts will be available for inspection by the Members at the AGM.
8. Route Map of the AGM Venue indicating prominent landmarks for convenience of the shareholders is annexed to this notice.

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ADDENDUM TO THE EXPLANATORY STATEMENT FOR THE ADDITION OF AGENDA ITEM NO.4 TO THE NOTICE OF THE AGM

Item No. 4

It's presumptive that role of Independent Directors in a diversified Board broadens the skills of the management by enhancing corporate governance. Several high-level committees appointed by Government agencies have strongly advised companies to structure the Board and its Committees with a preponderance of Independent Directors as the Independent Directors add value to the Board by instilling knowledge on issues of strategy, performance, risk management, standards of conduct and deployment of resources. In deference to above and based on the recommendations made by the Committee the Board passed resolution by circulation on 18th September 2021 and proposed Mr. Bhaskar Sen (DIN 03193003), (hereinafter 'Mr. Sen,') be appointed as Independent Director on the Board of the Company.

The appointment of Mr. Sen shall be effective from 18th September 2021 upon approval by the members in the AGM in terms of Section 149 and Schedule IV of the Act'. The Company has received notices in writing from a Member of the Company under Section 160 of the Act, proposing candidatures of Mr. Sen, for the office of Director of the Company.

The proposed appointee Director is highly successful professional in his respective fields. He is First Class Honours Graduate from University of Calcutta, Certified Associate of Indian Institute of Bankers (with Topper Award), Qualified in Online Proficiency Test for Independent Directors conducted by IICA. He used to serve as a Director in many reputed company (ies) with rich experience in field of banking, finance, accounts and systems.

The Committee and the Board are of the view that association Mr. Sen, as Independent Director on the Board of the Company would be beneficial for future development and business prospect of the Company. Besides, given the knowledge, experience, and expertise of the aforesaid Directors it would be appropriate that they may be appointed as Independent Director on the Board of the Company upon approval by the members in the ensuing AGM for a term as stated in the respective resolutions.

The Company has received declarations from Mr. Sen, that he meets the criteria of independence prescribed under Section 149 and Schedule IV of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. Additional information pursuant to the Secretarial Standard on General Meetings in respect of Mr. Sen, is appended in the notice of the AGM.

The Company has received notice in writing from a Member of the Company under Section 160 of the Act, proposing candidature of Mr. Sen, for the office of Director of the Company.

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None of the other Directors and Key Managerial Personnel of the Company, or their relatives, other than Mr. Sen, is interested or concerned in the Ordinary Resolutions for his respective appointments.

By Order of the Board
For Senco Gold Limited


Mr. Suvankar Sen
(CEO & Executive Director)
DIN: 01178803

Place: Kolkata
Dated: 28.09.2021

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Annexure

Details of Directors seeking appointment/reappointment at the Annual General Meeting pursuant to Clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) as amended.

Name of the Director	Bhaskar Sen
Category	Independent Director
DIN	03193003
Date of Birth	09.12.1952
Nationality	Indian
Date of Appointment	18.09.2021
Qualifications	First Class Honours Graduate from University of Calcutta. Certified Associate of Indian Institute of Bankers (with Topper Award).
Experience and Expertise	33 Years
Remuneration Proposed	N.A.
Remuneration Last Drawn	
Number of Meetings of the Board attended during the year (2020-2021)	N.A.
Directorships held in other companies as on March 31,2021	NIL
Chairmanship /Membership of Committee held in other companies as on March 31,2021	Currently he is a member of the Share Holders' Committee in IBI.
Number of shares held by him in the Company	N.A.
Relationship with any Director(s) and KMPs of the Company	N.A.



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ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING



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