

To

Dt: 13.04.2022

BSE Ltd.

Regd. Office: 25<sup>th</sup> Floor,

P.J. Towers, Dalal Street,

Fort, Mumbai -400 001

**Subject: SUBMISSION OF POSTAL BALLOT NOTICE****Ref: Scrip Code-537766, ISIN No- INE905P01028**

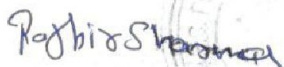
Dear Sir/ Madam,

This is with reference to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in furtherance of outcome of the Board Meeting dated 13<sup>th</sup> April 2022, we are sending herewith Notice of Postal Ballot dated 13<sup>th</sup> April 2022 together with Explanatory Statement for seeking approval of Members of the Company on the resolutions mentioned in Postal Ballot Notice.

In accordance with the requirement, the said notice is being sent electronically to those members, whose names appearing in the Register of members/List of Beneficial owners as on Friday 08<sup>th</sup> April 2022 ("cut- off date").

The Company has engaged the services of M/s. National Securities Depository Limited (NSDL) as the Authorized Agency to provide e-voting facilities. The remote E-voting period shall commence at 9:00 A.M. (IST) on Thursday, 14<sup>th</sup> April, 2022 and conclude on 05:00 P.M. (IST) on Friday, 13<sup>th</sup> May, 2022. The result of remote e-voting shall be declared on or before Tuesday, the 17<sup>th</sup> May 2022. The copy of the said Notice is also being uploaded at the website of the Company i.e. [www.bcpowercontrols.com](http://www.bcpowercontrols.com)

This is for your information and records.

**For B.C. POWER CONTROLS LIMITED****(RAJBIR SHARMA)****COMPANY SECRETARY AND COMPLIANCE OFFICER****M.NO. A66244**

**B.C. POWER CONTROLS LIMITED**

(CIN: L31300DL2008PLC179414)

Registered Office: 7A/39, WEA Channa Market, Karol Bagh, New Delhi-110005

Email: info@bonlongroup.com, Website: www.bcpowercontrols.com

Phone: 011-47532795, Fax: 011-47532798

**POSTAL BALLOT NOTICE****[Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014]**

<b>REMOTE E-VOTING STARTS ON</b>	<b>REMOTE E-VOTING ENDS ON</b>
<b>Thursday, April 14, 2022</b>	<b>Friday, May 13, 2022</b>

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time) read with the General Circular No. 14/ 2020 dated April 8, 2020 , General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/ 2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No.39/2020 dated 31<sup>st</sup>December 2020, General Circular No. 10/2021 dated 23<sup>rd</sup> June 2021 and 20/2021 dated 08<sup>th</sup> December 2021 and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January, 15, 2021 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and pursuant to other applicable laws and regulations, that the resolutions appended below are proposed for approval of the members of B.C. Power Controls Limited ("the Company") through postal ballot ("Postal Ballot") by remote e-voting process ("e-voting").

The Board of Directors has appointed Mr. Vineet Garg, advocate, as scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.

Due to difficulty in dispatch of Postal Ballot notice, Postal Ballot form / self-addressed envelope etc., by post or courier, on account of threat posed by COVID-19 pandemic situation, the Company is sending the Postal Ballot Notice in electronic form only.

In compliance with the provisions of Section 108 and 110 of the Act(s), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), 2015 ("Listing Regulations") the Company is providing e-voting facility to its members for voting on the resolution contained in this Postal Ballot Notice through National Securities

Depository Limited (NSDL). The members can vote on the resolutions through remote e-voting facility only. Assent or dissent of the members on the resolution mentioned in Postal Ballot Notice would only be taken through the remote e-voting system as per the MCA Circulars. During the e-voting period, members of the company, holding shares either in physical form or in dematerialized form, as on **Friday, 08 April, 2022** can cast their vote electronically. The remote e-voting facility will be available **from 9:00 Hours (IST) on Thursday, 14th April, 2022 Upto 17:00 Hours (IST) on Friday, 13th May, 2022, failing which it will be considered that no vote has been received from the shareholder.**

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

The Scrutinizer will submit his report to the Chairman of the Company after completion of scrutiny of the postal ballots (through remote e-voting). The results shall be declared on or before **Tuesday, 17<sup>th</sup> May, 2022 at 17:00 Hours (IST)** and communicated to BSE Limited ("BSE") and also be displayed on the Company's website <http://bcpowercontrols.com/>.

Resolutions passed by the members through postal ballot will be deemed to be passed as if they have been passed at a general meeting of the members.

**SPECIAL BUSINESS:**

**ITEM-1**

**FOR APPOINTMENT OF MR. NITIN AGGARWAL AS WHOLE TIME DIRECTOR:**

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

**“RESOLVED THAT** pursuant to provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Mr. Nitin Aggarwal (DIN: 06713847) Additional Whole Time Director, who was appointed on February 13, 2022 and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013 and on the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to appoint Mr. Nitin Aggarwal (DIN: 06713847) as a Whole-time Director of the Company for the period of five years effective from February 14, 2022 to February 13, 2027, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to within the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or reenactment thereof.”

**RESOLVED FURTHER THAT** the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of loss or inadequacy of profits, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Nitin Aggarwal, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013, based on effective capital of the Company.

**RESOLVED FURTHER THAT** pursuant to section 197(1)(i) the remuneration to Mr. Nitin Aggarwal, over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all steps as may be necessary, proper and expedient to give effect to this Resolution.”



## **ITEM-2**

### **TO CHANGE THE DESIGNATION OF MR. CHANDER SHEKHAR JAIN (DIN: 08639491) FROM WHOLE TIME DIRECTOR TO MANAGING DIRECTOR:**

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

**“RESOLVED THAT** pursuant to provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, on the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to designate Mr. Chander Shekhar Jain (DIN: 08639491), Whole Time Director, as a Managing Director of the Company w.e.f. 13<sup>th</sup> April 2022 to his remaining term ending on 13<sup>th</sup> August, 2026, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may acceptable to within the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or reenactment thereof.”

**RESOLVED FURTHER THAT** the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of loss or inadequacy of profits, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Chander Shekhar Jain, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013, based on effective capital of the Company.

**RESOLVED FURTHER THAT** pursuant to section 197(1)(i) the remuneration to Mr. Chander Shekhar Jain, over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all steps as may be necessary, proper and expedient to give effect to this Resolution.”

### ITEM-3

#### APPROVAL FOR GIVING LOAN OR GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH LOAN AVAILED BY ANY PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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

**“RESOLVED THAT** pursuant to the provisions of Section 185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, Company’s Policy on Related Party Transactions and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include the Audit Committee of the Board) to advance any loan, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by the persons named as 1) Bon Lon Private Limited 2) Bon-Lon Securities Limited and 3) Harshit Finvest Private Limited, in whom any of the Directors of the Company is interested/deemed to be interested, upto the limits of Rs. 50 Crores to each person, subject to maximum limits approved by the shareholders of the Company u/s 186 of the Companies Act, 2013, from time to time, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

**RESOLVED FURTHER THAT** the terms of loan including tenure, interest rate and re-payment schedule shall be decided by the Board in the best interest of the Company.

**RESOLVED FURTHER THAT** the loans, including any loan represented by a book debt, or any guarantee or any security in connection with any loan taken by the persons named as 1) Bon Lon Private Limited 2) Bon-Lon Securities Limited and 3) Harshit Finvest Private Limited, in whom any of the Directors of the Company is interested/deemed to be interested, already given before this approval be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”

#### **ITEM-4**

##### **APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S):**

To consider and if thought fit, to give assent/dissent to the following resolution as **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (Act), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, and other applicable Rules, if any, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Company’s policy on Related Party Transactions, the approval of Shareholders be and is hereby accorded to ratify and/or approve all contract(s)/ arrangement(s)/ transaction(s) entered and/or to be entered with related party M/s Bonlon Industries Limited and , within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provided that the value of all such transactions entered and/or to be entered shall not exceed Rs. 300/- crores at any time from 01<sup>st</sup> April 2022 to the conclusion of ensuing 14<sup>th</sup> Annual General Meeting of the Company to be held in year 2022, on such term(s) and condition(s) as the Board of Directors may deem fit.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to the Audit Committee of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

By Order of the Board of Directors  
For, **B.C. Power Controls Limited**

Date: April 13, 2022

Place: New Delhi

**(Chander Shekhar Jain)**

**Director**

**DIN: 08639491**

## **EXPLANATORY STATEMENT:**

As required by Section 102 of the Companies Act, 2013 (the “Act”), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 1 to 4 of the accompanying Notice dated 13<sup>th</sup> April 2022:

### **ITEM NO :1**

Mr. Nitin Aggarwal was appointed as Additional Whole Time Director by the Board of Directors of the Company in their meeting held on 14<sup>th</sup> February 2022 on recommendation of Nomination and Remuneration Committee. Pursuant to Regulation 17 (1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of a person on the Board of Directors shall be approved by the shareholders at the next general meeting or within a period of three months from the date of appointment, whichever is earlier..

The Board of Directors of Company on recommendation of Nomination and Remuneration Committee of the Company, proposed to shareholders of Company to appoint Mr. Nitin Aggarwal as Whole Time Director (liable to retire by rotation) of Company for a period of five year starting from 14.02.2022 to 13.02.2027.

The main terms and conditions of re-appointment of Mr. Nitin Aggarwal as Whole Time Director are given below:

- I. Tenure of Appointment:** The appointment of the WTD is for a period of 5 years with effect from 14<sup>th</sup> February, 2022 to 13<sup>th</sup> February, 2027.
- II. Nature of Duties:** The WTD shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the business of the Company and the business of any one or more of its Associated Companies and/or Subsidiaries, including performing duties as assigned by the Board from time to time, by serving on the Boards of such Associated Companies/Subsidiaries or any other Executive Body or a Committee of such a Company.
- III. Remuneration:** The Whole Time Director shall be entitled to remuneration as stated hereunder in terms of Section 197 and Schedule V of the Companies Act, 2013:

**(i) Remuneration:**

**Salary:** upto Rs. 9,00,000/- Per Annum



(Presently, Mr. Nitin Aggarwal will draw a salary of Rs. 6,00,000/- Per Annum, but the Board of Director of the Company may increase it upto Rs. 9,00,000/- Per Annum)

**Other Benefits:** Mr. Nitin Aggarwal, will also be entitled to such other benefits, schemes, privileges and amenities as are granted to senior executives of the Company in accordance with the Company's practices, rules and regulations in force from time to time.

**Note:** Salary includes House Rent Allowance & Conveyance Allowance.

(ii) **Minimum Remuneration:** Notwithstanding anything to the contrary herein contained, in the event of loss or inadequacy of profits of the Company, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Nitin Aggarwal, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013, based on effective capital of the Company.

Further pursuant to section 197(1)(i) of the Companies Act, 2013, the remuneration to Mr. Nitin Aggarwal, may be over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be.

In compliance with provision of Sections 196,197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the terms of appointment and remuneration specified above are now being placed before the Members for their approval.

Considering the job responsibilities, background, experience, achievements and other criteria and on recommendation of Nomination and Remuneration Committee of the Company, Board of Directors proposed to shareholders to approve the remuneration of Whole Time Director by passing a Special Resolution in accordance with Section II, Part II of Schedule V of the Companies Act, 2013 as if profits of Company are inadequate.

**Details required under Section II, Part II of Schedule V of the Companies Act, 2013 given hereunder:**

I.	GENERAL INFORMATION	<p>➤ <b>Nature of Industry:</b> The Company is business of Metal Industry. It deals in all types of ferrous and non ferrous metals.</p> <p>➤ <b>Date of Commencement of Commercial Production:</b> The Company was incorporated on 12.06.2008 and thereafter started the manufacturing and trading activities.</p> <p>➤ <b>Financial Performance:</b></p> <table border="1" data-bbox="527 1806 1339 1852"> <tr> <th data-bbox="527 1806 803 1852">PARTICULARS</th><th data-bbox="803 1806 1063 1852">2020-21</th><th data-bbox="1063 1806 1339 1852">2019-20</th></tr> </table>	PARTICULARS	2020-21	2019-20
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II.	Information about Mr. Chander Shekhar Jain	<p>➤ <b>Back Ground, Recognition, Job Profile &amp; Suitability:</b> Mr. Nitin Aggarwal is 47 years old. Mr. Nitin Aggarwal has an enriched knowledge of the Corporate World. He has been worked in Metal industry, Construction Industry and many more for more than two decades. Mr. Nitin Aggarwal is a target oriented person. He is a B.Com graduate from CCS University having good understanding of financial and static figures.</p> <p>➤ <b><u>PROPOSED REMUNERATION:</u></b> <b>Salary:</b> upto Rs. 9,00,000/- Per Annum  (Presently, Mr. Nitin Aggarwal will draw a salary of Rs. 6,00,000/- Per Annum, but the Board of Director of the Company may increase it upto Rs. 9,00,000/- Per Annum)  <b>Other Benefits:</b> Mr. Nitin Aggarwal, Whole Time Director, shall also be entitled to such other benefits, schemes, privileges and amenities as are granted to senior executives of the Company in accordance with the Company's practices, rules and regulations in force from time to time.  <b>Note:</b> Salary includes House Rent Allowance &amp; Conveyance Allowance.</p>															
III.	OTHER INFORMATION	The Management of Company is focusing on increase in turnover of the Company and Profit as well. But in F.Y. 2020-21 due to Covid-19 lockdown in India and other countries also, the															

		<p>Company could achieve turnover of Rs. 150 Crores as compared to turnover of Rs. 192 Crores in F.Y. 2019-20 and as a result of decrease in turnover the profit of the Company are also decreased in F.Y. 2020-21. Therefore, the profits of Company are inadequate and in accordance with the provisions of Companies Act, 2013, for giving the proposed remuneration to Whole Time Director ordinary resolution is to be passed by shareholders.</p> <p>In coming years Company will do efforts to increase the profits with increasing the turnover.</p>
IV	Disclosures:	Additional information is given in Corporate Governance Report.

**EXPLANATORY STATEMENT PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Details of Directors seeking Appointment/re-appointment at the Annual General Meeting.

<b>Name of Director</b>	Mr. Nitin Aggarwal
<b>Date of Birth</b>	29/08/1960
<b>DIN</b>	06713847
<b>Date of Appointment/ Re-Appointment</b>	14.02.2022
<b>Type of Appointment</b>	Whole Time Director (Liable to Retire by Rotation)
<b>Qualification</b>	B.Com Graduate from CCS University
<b>Expertise in specific functional area</b>	Having good knowledge of Business Skills, Marketing expertise, Management Skills and fair knowledge of financial activities.
<b>Directorship held in other companies</b>	APG Towers Private Limited
<b>Memberships/Chairmanships of Committees of other Companies</b>	NIL
<b>Relationship with other Director/s</b>	Cousin brother of Mr. Ankit Gupta
<b>Number of Shares held in the Company</b>	Nil

The Board recommends the Special Resolution set out at Item No. 1 for approval by shareholders.

None of the Director or KMP and their relatives other than Mr. Nitin Aggarwal is concerned or interested, financially or otherwise in resolution to be passed in Item No. 1 except to the extent of equity shares held by them in the Company.

## **ITEM NO. 2:**

Mr. Chander Shekhar Jain was appointed as a Whole Time Director of the Company by the shareholders of Company for a period of five year starting from 14.08.2021 to 13.08.2026.

Thereafter, the Managing Director of the Company, Mr. Arun Kumar Jain has resigned from the Company w.e.f. 14<sup>th</sup> February 2022.

So, the on recommendation of Nomination and Remuneration Committee, the Board of Directors proposed to designate Mr. Chander Shekhar Jain as Managing Director of the Company for his remaining term of appointment.

The main terms and conditions of appointment of Mr. Chander Shekhar Jain as Managing Director are given below:

**IV. Tenure of Appointment:** The appointment of the Managing Director is for a starting from 13<sup>th</sup> April 2022 to 13<sup>th</sup> August, 2026.

**V. Nature of Duties:** The Managing Director shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the business of the Company and the business of any one or more of its Associated Companies and/or Subsidiaries, including performing duties as assigned by the Board from time to time, by serving on the Boards of such Associated Companies/Subsidiaries or any other Executive Body or a Committee of such a Company.

**VI. Remuneration:** The Managing Director shall be entitled to remuneration as stated hereunder in terms of Section 197 and Schedule V of the Companies Act, 2013:

**(i) Remuneration:**

**Salary:** upto Rs. 6,00,000/- Per Annum

(Presently Mr. Chander Shekhar Jain is drawing a salary of Rs. 3,96,000/- per annum, which the Board may increase upto Rs. 6,00,000/-)

**Other Benefits:** Mr. Chander Shekhar Jain, will also be entitled to such other benefits, schemes, privileges and amenities as are granted to senior executives of the Company in accordance with the Company's practices, rules and regulations in force from time to time.

**Note:** Salary includes House Rent Allowance & Conveyance Allowance.

(ii) Minimum Remuneration: Notwithstanding anything to the contrary herein contained, in the event of loss or inadequacy of profits of the Company, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Chander Shekhar Jain, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013, based on effective capital of the Company.

Further pursuant to section 197(1)(i) of the Companies Act, 2013, the remuneration to Mr. Chander Shekhar Jain, may be over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be.

In compliance with provision of Sections 196,197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the terms of appointment and remuneration specified above are now being placed before the Members for their approval.

Considering the job responsibilities, background, experience, achievements and other criteria and on recommendation of Nomination and Remuneration Committee of the Company, Board of Directors proposed to shareholders to approve the remuneration of Whole Time Director by passing a Special Resolution in accordance with Section II, Part II of Schedule V of the Companies Act, 2013 as if profits of Company are inadequate.

**Details required under Section II, Part II of Schedule V of the Companies Act, 2013 given hereunder:**

I.	GENERAL INFORMATION	<p>➤ <b>Nature of Industry:</b> The Company is business of Metal Industry. It deals in all types of ferrous and non ferrous metals.</p> <p>➤ <b>Date of Commencement of Commercial Production:</b> The Company was incorporated on 12.06.2008 and thereafter started the manufacturing and trading activities.</p> <p>➤ <b>Financial Performance:</b></p> <table border="1"> <thead> <tr> <th>PARTICULARS</th><th>2020-21</th><th>2019-20</th></tr> </thead> <tbody> <tr> <td>Revenue</td><td>1,50,28,69,815</td><td>1,93,43,70,147</td></tr> <tr> <td>Expenditure</td><td>1,49,64,52,017</td><td>1,91,97,28,336</td></tr> <tr> <td>Profit Before Tax</td><td>64,17,798</td><td>1,46,41,811</td></tr> <tr> <td>Less: Tax</td><td>20,10,888</td><td>42,47,792</td></tr> <tr> <td>Net Profit</td><td>44,06,910</td><td>1,03,94,019</td></tr> </tbody> </table>	PARTICULARS	2020-21	2019-20	Revenue	1,50,28,69,815	1,93,43,70,147	Expenditure	1,49,64,52,017	1,91,97,28,336	Profit Before Tax	64,17,798	1,46,41,811	Less: Tax	20,10,888	42,47,792	Net Profit	44,06,910	1,03,94,019
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Expenditure	1,49,64,52,017	1,91,97,28,336																		
Profit Before Tax	64,17,798	1,46,41,811																		
Less: Tax	20,10,888	42,47,792																		
Net Profit	44,06,910	1,03,94,019																		



		<p>➤ <b>Foreign Investments &amp; Collaborations:</b></p> <p>There is no direct Foreign investment in Company except to the extent share acquired and held by the shareholders from secondary market. There is no foreign collaboration in the Company.</p>
II.	Information about Mr. Chander Shekhar Jain	<p>➤ <b>Back Ground, Recognition, Job Profile &amp; Suitability:</b></p> <p>Mr. Chander Shekhar Jain is 60 years old. Mr. Chander Shekhar Jain has a vast experience of Metal Industry. He has been worked in Metal industry for more than two decades. He has also worked as a director of M/s AKJ Metals Private Limited for around two years. Mr. Chander Shekhar Jain is business minded person having unique innovative business ideas and great forecasting ability. He is a B.Com graduate from Delhi University having good understanding of financial figures.</p> <p>➤ <b><u>PROPOSED REMUNERATION:</u></b></p> <p><b>Salary:</b> upto Rs. 6,00,000/- Per Annum (Presently Mr. Chander Shekhar Jain is drawing a salary of Rs. 3,96,000/- per annum, which the Board may increase upto Rs. 6,00,000/-)</p> <p><b>Other Benefits:</b> Mr. Chander Shekhar Jain, Whole Time Director, shall also be entitled to such other benefits, schemes, privileges and amenities as are granted to senior executives of the Company in accordance with the Company's practices, rules and regulations in force from time to time.</p> <p><b>Note:</b> Salary includes House Rent Allowance &amp; Conveyance Allowance.</p>
III.	OTHER INFORMATION	<p>The Management of Company is focusing on increase in turnover of the Company and Profit as well. But in F.Y. 2020-21 due to Covid-19 lockdown in India and other countries also, the Company could achieve turnover of Rs. 150 Crores as compared to turnover of Rs. 192 Crores in F.Y. 2019-20 and as a result of decrease in turnover the profit of the Company are also decreased in F.Y. 2020-21. Therefore, the profits of Company are inadequate and in accordance with the provisions of Companies Act, 2013, for giving the proposed remuneration to Whole Time Director ordinary resolution is to be passed by shareholders.</p> <p>In coming years Company will do efforts to increase the profits with increasing the turnover.</p>

IV	Disclosures:	Additional information is given in Corporate Governance Report.
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**EXPLANATORY STATEMENT PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Details of Directors seeking Appointment/re-appointment at the Annual General Meeting.

<b>Name of Director</b>	Mr. Chander Shekhar Jain
<b>Date of Birth</b>	29/08/1960
<b>DIN</b>	08639491
<b>Date of Appointment/ Re-Appointment</b>	13.04.2022
<b>Type of Appointment</b>	Managing Director (Liable to Retire by Rotation)
<b>Qualification</b>	B.Com Graduate from Delhi University
<b>Expertise in specific functional area</b>	Having good knowledge of Business Skills, Marketing expertise, Management Skills and fair knowledge of financial activities.
<b>Directorship held in other companies</b>	Nil (as on date, he is not holding any other directorship)
<b>Memberships/Chairmanships of Committees of other Companies</b>	Nil
<b>Relationship with other Director/s</b>	None
<b>Number of Shares held in the Company</b>	Nil

The Board recommends the Special Resolution set out at Item No. 2 for approval by shareholders.

None of the Director or KMP and their relatives other than Mr. Chander Shekhar Jain is concerned or interested, financially or otherwise in resolution to be passed in Item No. 2 except to the extent of equity shares held by them in the Company.

**ITEM NO.3**

As per the provisions of Section 185 of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. A company may advance any loan, including any loan represented by a

book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution and requisite disclosures are made in the Explanatory Statement. The management is of the view that the Company may be required to invest surplus funds, if available in body corporate(s) in which any of the Directors of the Company is interested, as and when required or it may have already invested, if any, in previous financial year.

Further, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, which is called material related party transactions, the Company has to take the approval of shareholders.

Hence, the Board decided to seek approval of the shareholders pursuant to the provisions of Section 185 of the Companies Act, 2013 and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to advance any loan or ratify the loans already given in previous financial year 2021-22, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by the persons named as 1) Bon Lon Private Limited 2) Bon-Lon Securities Limited and 3) Harshit Finvest Private Limited, in whom any of the Directors of the Company is interested/deemed to be interested, upto the limits of Rs. 50 Crores to each person, subject to maximum limits approved by the shareholders of the Company u/s 186 of the Companies Act, 2013, from time to time, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

The Board of Directors recommends resolution as set out in item No. 3 for approval of the members of the Company by way of passing a Special Resolution.

Mr. Anil Kumar Jain, Independent Director of the Company is also Independent Director in Bon-Lon Securities Limited.

None of the Director or KMP and their relatives except Mr. Anil Kumar Jain is concerned or interested, financially or otherwise in resolution to be passed in Item No. 3 except to the extent of equity shares held by them in the Company.

#### **ITEM NO. 4**

The Company is engaged in Business of Ferrous & Non- Ferrous Metals. The related parties M/s Bonlon Industries Limited is also engaged in business of Ferrous & Non-Ferrous Metals.

So, during the normal course of business, due to same line of business, the Company has to enter various transactions with related parties M/s Bonlon Industries Limited. Metals are precious items and their prices are also very volatile, so based on situation and requirements the Company has to enter transactions with the related parties M/s Bonlon Industries Limited, also for short term working capital requirement.

Pursuant to Section 188 of Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, a Company has to take approval of shareholders if transactions entered or to entered has exceeds the specified limit.

Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, which is called material related party transactions, the Company has to take the approval of shareholders.

Hence, approval of the shareholders is being sought as ordinary resolution to ratify and/or approve all contract(s)/ arrangement(s)/ transaction(s) entered and/or to be entered with related parties M/s Bonlon Industries Limited.

The aggregate value of transaction(s) with M/s Bonlon Industries Limited will exceed the said threshold limits as prescribed under Pursuant to Section 188 of Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is expected to be around Rs. 300/- crores from the 01<sup>st</sup> April 2022 to the conclusion of ensuing 14<sup>th</sup> Annual General Meeting of the Company to be held in year 2022.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, particulars of the transactions with M/s Bonlon Industries Limited are as follows:

Name of the Related Party	Bonlon Industries Limited
Name of the director or key managerial personnel who is related, if any	Mr. Ankit Gupta
Nature of relationship	Mr. Ankit Gupta is Chief Financial Officer of Bonlon Industries Limited.
Nature, material terms, monetary value and particulars of the contract or arrangements	Sale, Purchase or Supply of any Goods or Material, Job Work, Short Term funding for working capital requirements by or to and any other transaction(s).
Any other information	All transactions took place in normal course of

relevant or important for the members to take a decision on the proposed resolution.	business and according to market conditions, Company's requirements.
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The above transactions are approved by the Audit Committee as per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements), 2015

None of the Directors, Key Managerial Personnel of the Company and their relatives, Except Mr. Ankit Gupta and their relatives, is concerned or interested, financially or otherwise, in the Resolution to be passed in the Item no. 4, except to the extent of equity shares held by them in the Company.

By Order of the Board of Directors  
For, **B.C. Power Controls Limited**

Date: April 13, 2022

Place: New Delhi

(Chander Shekhar Jain)  
Director  
DIN: 08639491



**Notes:**

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the proposal is annexed herewith. It also contains all the disclosures as specified in the Act, Listing Regulations and MCA Circulars.
2. The Postal Ballot Notice is being sent to all the Members of the Company whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”), (NSDL together with CDSL, the “Depositories”) and is available with the Company as on April 08, 2022. A copy of this Postal Ballot Notice will also be available on the website of the Company (website-<http://bcpowercontrols.com/>), the relevant section of the websites of the Stock Exchanges on which the Equity Shares of the Company are listed and the website of National Securities Depository Limited (“NSDL”)
3. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the members as on April 08, 2022. A person who is not a shareholder on this date should treat this notice for information purpose only.
4. Due to difficulty in dispatch of physical notice / postal ballot form / self-addressed envelope etc., by post or courier, on account of threat posed by COVID-19 pandemic situation, the Company is sending Postal Ballot Notice in electronic form only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company has made special arrangement with its Registrar & Share Transfer Agent for registration of email addresses in terms of the MCA Circulars.

The process for registration of email addresses is as under:

Pursuant to MCA Circulars, for remote e-voting for this Postal Ballot, members who have not registered their email address may temporarily get their email address registered with the Company’s Registrar and Share Transfer Agent, Bigshare Services Private Limited, by clicking the link: [www.bigshareonline.com/ForInvestor.aspx](http://www.bigshareonline.com/ForInvestor.aspx). Members may also visit the website of the Company at <http://bcpowercontrols.com/investors-corner> and download soft copy of the notice and the procedure for e-voting. In case of any queries, shareholder may write to [info@bonlongroup.com](mailto:info@bonlongroup.com).

- (a) It is clarified that for permanent registration of email address, members are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants.
- (b) Those members who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / the Company’s Registrar and Share Transfer Agent, Bigshare Services Private Limited to enable servicing of notices / documents / Annual Reports electronically to their email address.

5. In compliance with Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of "Listing Regulations". The Company has provided the facility to the members to vote on the resolution through the e-voting facility arranged by National Securities Depository Limited ("NSDL"). The instructions for e-voting are annexed to this Postal Ballot Notice. All the members are requested to cast their votes only through remote e-voting. A member cannot exercise vote by sending physical Postal Ballot.
6. The Scrutinizer will submit his report to the Chairman of the Company after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairman of the Company on or before Tuesday, 17<sup>th</sup> May, 2022 and will also be displayed on the website of the Company <http://bcpowercontrols.com/investors-corner/> besides being communicated to the Stock Exchange, BSE Limited. The resolution, if passed by the requisite majority, shall be deemed to have been passed on Friday, 13<sup>th</sup> May, 2022.
7. All the material documents referred to in the explanatory statement will be available for inspection electronically and at the registered office of the Company, during office hours on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by remote e-voting. Members seeking electronic inspection of such documents can send an email to [info@bonlongroup.com](mailto:info@bonlongroup.com).
8. *General information and instructions relating to e-voting*
  - i. Pursuant to the provisions of Section 108 of the Act read with the Rules thereunder and Regulation 44 of Listing Regulations, the Company is offering e-voting facility to its members in respect of the resolution proposed to be passed in terms of Postal Ballot Notice. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorized Agency to provide e-voting facilities. The e-voting facility will be available during the following voting period:
    - a) Commencement of e-voting: **Thursday, 14<sup>th</sup> April, 2022** at 9.00 Hours (IST).
    - b) End of e-voting: **Friday, 13<sup>th</sup> May, 2022** at 17.00 Hours (IST).
  - ii. The cut-off date for the purpose of e-voting is **Friday 08<sup>th</sup> April, 2022**.
  - iii. This communication forms an integral part of the Postal Ballot Notice, which is enclosed herewith and is also made available on the website of the Company <http://bcpowercontrols.com/investors-corner/>.
  - iv. Please read the instructions for e-voting given below before exercising the vote.

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on **Thursday, 14<sup>th</sup> April, 2022 at 09:00 A.M.** and ends on **Friday, 13<sup>th</sup> May, 2022 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter.

### **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.	<ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote</li> </ol>

	<p>during the remote e-Voting period.</p> <ol style="list-style-type: none"> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS”</b> Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held 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 options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will</li> </ol>

	authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
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. Once login, you will be able to see e-Voting option. Once you 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 options available against company name or <b>e-Voting service provider-NSDL</b> 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43



## 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 use 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.co.in](mailto:evoting@nsdl.co.in) 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 [vineet@kpgarg.org](mailto:vineet@kpgarg.org) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Narendra Dev/ Mr. Abhishek Mishra/ Mr. Ankur Mittal at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**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 [info@bonlongroup.com](mailto:info@bonlongroup.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 [info@bonlongroup.com](mailto:info@bonlongroup.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.co.in](mailto:evoting@nsdl.co.in) 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.
5. In case shares are held in physical mode: The 100% share capital of the Company is in Dematerialized Form.
6. In case shares are held in demat mode, please contact your Depository Participant (DP) and register your email address as per the process advised by DP or click on following link [www.bigshareonline.com/ForInvestor.aspx](http://www.bigshareonline.com/ForInvestor.aspx)