

CETIFIED COPY OF RESOLUTIONS PASSED IN THE 15TH ANNUAL GENERAL MEETING OF M/S B.C. POWER CONTROLS LIMITED HELD ON SATURDAY THE 30TH DAY OF SEPTEMBER 2023 AT 02:00 P.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM").

TO APPOINT/REGULARIZE MS. SIYA SETH (DIN: 02982252) AS AN INDEPENDENT DIRECTOR FOR A PERIOD OF 5 (FIVE) CONSECUTIVE YEARS (Ordinary Resolution)

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150,152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the approval of the shareholders of the Company be and is hereby accorded for appointment of Ms. Siya Seth (DIN: 02982252) as Non-Executive Independent Director of the Company, who has submitted a declaration confirming the criteria of Independence under Section 149 (6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time and who is eligible for appointment, for a period of five consecutive years starting from 01st September, 2023 to 31st August, 2028 on the Board of the Company, whose term shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

CERTIFIED TRUE COPY

FOR, B.C. POWER CONTROLS LIMITED

Chander Shekhar Jain

(CHANDER SHEKHAR JAIN)

MANAGING DIRECTOR

DIN: 08639491

ADD: C-2/317, 2ND FLOOR, JANAKPURI,

NEW DELHI- 110058



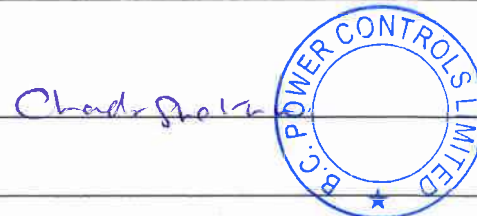
EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF COMPANIES ACT, 2013

Ms. Siya Seth (DIN: 02982252) has appointed as Additional Independent Directors on the Board by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, in Board Meeting held on 01st September, 2023 to hold office till the conclusion of the ensuing Annual General Meeting and subject to the approval of the members in the ensuing General Meeting, for appointment as an Independent Director to hold office for a term of five consecutive years starting from 01st September, 2023 to 31st August 2028 in accordance with the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Board recommends the Ordinary Resolutions set out at Item No. 3 of the Notice of 15th Annual General Meeting for shareholders' approval.

DETAILS OF DIRECTORS PROPOSED TO BE APPOINTED AT THE FORTHCOMING AGM AS REQUIRED BY REGULATION 26 AND REGULATION 36(3) OF THE LISTING REGULATIONS:

Name of Director	Ms. Siya Seth
Date of Birth	19/09/1973
DIN	02982252
Date of Appointment/ Re-Appointment	Appointed as Additional Independent Director on 01 st September, 2023
Nationality	Indian
Type of Appointment	Not liable to retire by rotation.
Qualification	M.B.A., Ph.D
Last Drawn Remuneration	Nil
Expertise in specific functional area	Expertise of Ms. Siya Seth are in Human Resource, Business Management and Management Consultancy. He has experience of approx. two decades.
Directorship held in other listed companies	Nil
Listed entities from which resigned	Nil



during past three years	
Memberships/Chairmanships of Committees of other Companies	Chairman:- Nil Member:- Nil
Relationship with other Director/s	No Relationship with any other director
Number of Shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Ms. Siya Seth is qualified MBA in Marketing and Ph. D in Psychology. She is running his business of Human Resource and management consultancy. She also running a NGO. Her experience will help the Company in improving the skills in employees of the Company and also help the management to establish a good coordination between employees and management. She will also be helpful in managing the business with new thought, behavior and skill set.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Ms. Siya Seth, is concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding in the Company.

CERTIFIED TRUE COPY
FOR, B.C. POWER CONTROLS LIMITED

Chander Shekhar Jain

(CHANDER SHEKHAR JAIN)
MANAGING DIRECTOR
DIN: 08639491

ADD: C-2/317, 2ND FLOOR, JANAKPURI,
NEW DELHI- 110058



CETIFIED COPY OF RESOLUTIONS PASSED IN THE 16TH ANNUAL GENERAL MEETING OF M/S B.C. POWER CONTROLS LIMITED HELD ON MONDAY THE 30TH DAY OF SEPTEMBER 2024 AT 02:00 P.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM").

TO RATIFY THE ORDINARY RESOLUTION PASSED IN 15TH ANNUAL GENERAL MEETING FOR APPOINTMENT OF MS. SIYA SETH (DIN: 02982252) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR, AS A SPECIAL RESOLUTION (Special Resolution)

"RESOLVED THAT in furtherance of ordinary resolution passed by the members of the Company in their 15th Annual General Meeting held on 30th September 2023 regarding appointment/regularization of Ms. Siya Seth (DIN: 02982252) as an Non Executive Independent Director of the Company for a period of 5 (Five) consecutive years, pursuant to the regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the approval of the members of the Company be and is hereby accorded to ratify aforesaid ordinary resolution as a special resolution to comply with the requirements of regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

**CERTIFIED TRUE COPY
FOR, B.C. POWER CONTROLS LIMITED**

Chander Shekhar Jain

**(CHANDER SHEKHAR JAIN)
MANAGING DIRECTOR
DIN: 08639491**



**ADD: C-2/317, 2ND FLOOR, JANAKPURI,
NEW DELHI- 110058**

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF COMPANIES ACT, 2013

Ms. Siya Seth (DIN: 02982252) was appointed as Additional Independent Directors on the Board by the Board of Directors of the Company in Board Meeting held on 01st September, 2023 and appointed as Independent Director of the Company by the Shareholders of the Company in their 15th Annual General Meeting held on September 30, 2023 to hold office for a term of five (05) consecutive years starting from 01st September, 2023 to 31st August 2028 vide ordinary resolution in accordance with the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

But regulation 25 (2A) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 requires to pass a special resolution to appoint an Independent Director.

Therefore, the Board of Directors proposed to members to ratify the ordinary resolution passed in 15th Annual General Meeting of the Company held on 30th September 2023 regarding appointment/regularization of Ms. Siya Seth (DIN: 02982252) as an Non Executive Independent Director of the Company for a period of 5 (Five) consecutive years, as a special resolution, to comply with the requirements of regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Name of Director	Ms. Siya Seth
Date of Birth	19/09/1973
DIN	02982252
Date of Appointment/ Re- Appointment	01 st September, 2023
Nationality	Indian
Type of Appointment	Not liable to retire by rotation.
Qualification	M.B.A., Ph.D
Last Drawn Remuneration	Nil
Expertise in specific functional area	Expertise of Ms. Siya Seth are in Human Resource, Business Management and Management Consultancy. He has experience of approx. two decades.



Directorship held in other listed companies	Bonlon Industries Limited
Listed entities from which resigned during past three years	Nil
Memberships/Chairmanships of Committees of other Companies	Chairman:- Nil Member:- Nil
Relationship with other Director/s	No Relationship with any other director
Number of Shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Ms. Siya Seth is qualified MBA in Marketing and Ph. D in Psychology. She is running his business of Human Resource and management consultancy. She also running a NGO. Her experience will help the Company in improving the skills in employees of the Company and also help the management to establish a good coordination between employees and management. She will also be helpful in managing the business with new thought, behavior and skill set.

The Board recommends the Resolution as set out under business item no. 4 in the notice of this meeting for approval of the Members by means of a Special Resolution.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Ms. Siya Seth, is concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding in the Company.

CERTIFIED TRUE COPY
FOR, B.C. POWER CONTROLS LIMITED

Chander Shekhar Jain

(CHANDER SHEKHAR JAIN)
MANAGING DIRECTOR
DIN: 08639491

ADD: C-2/317, 2ND FLOOR, JANAKPURI,
NEW DELHI- 110058



CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE SHAREHOLDERS OF M/S B.C. POWER CONTROLS LIMITED THROUGH POSTAL BALLOT ON 08TH DECEMBER 2024.

To appoint Mrs. Neha Bhandari (DIN: 09633831) as an Independent Director for a period of 5 (Five) consecutive years (Special Resolution)

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the approval of the shareholders of the Company be and is hereby accorded for appointment of Mrs. Neha Bhandari (DIN: 09633831) as Non-Executive Independent Director of the Company, who has submitted a declaration confirming the criteria of Independence under Section 149 (6) of the Companies Act, 2013 read with the Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment, for second consecutive term of five years starting from 30th September, 2024 to 29th September, 2029 on the Board of the Company, whose term shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

Certified True Copy

For, B.C. Power Controls Limited

Chander Shekhar Jain

**(Chander Shekhar Jain)
Managing Director
DIN: 08639491**



Date: 10/12/2024

Place: New Delhi

EXPLANATORY STATEMENT:

Mrs. Neha Bhandari (DIN: 09633831) was appointed as an Additional Independent Directors on the Board by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, in Board Meeting held on 10th September, 2024, whose tenor had completed on the conclusion of 16th Annual General Meeting held on 30th September 2024. Thereafter, the Board of Directors further re-appointed her as Additional Independent Director in their meeting held on 30th September 2024 and subject to the approval of shareholders of the Company, Non Executive Independent Director for a period of 05 consecutive years starting from 30th September, 2024 to 29th September, 2029 in accordance with the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Board recommends the Special Resolutions set out at Item No. 1 of the Postal Ballot Notice for shareholders' approval.

DETAILS OF DIRECTORS PROPOSED TO BE APPOINTED AT THE FORTHCOMING AGM AS REQUIRED BY REGULATION 26 AND REGULATION 36(3) OF THE LISTING REGULATIONS:

Name of Director	Mrs. Neha Bhandari
Date of Birth	20-09-1985
DIN	09633831
Date of Appointment/ Re-Appointment	Re-appointed as Additional Independent Director on 30 th September, 2024
Nationality	Indian
Type of Appointment	Not liable to retire by rotation.
Qualification	M.B.A. (Finance)
Last Drawn Remuneration	Nil
Expertise in specific functional area	Mrs. Neha Bhandari has a versatile experience in the field of finance, risk management, marketing, import and exports. She has been worked in various organizations since after completing her MBA in year 2009. She has also exposure of legal compliances of broker house.
Directorship held in	Nil



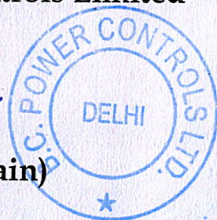
other listed companies	
Listed entities from which resigned during past three years	Nil
Memberships/Chairmanships of Committees of other Companies	<u>Chairman:- Nil</u> <u>Member:- Nil</u>
Relationship with other Director/s	No Relationship with any other director
Number of Shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mrs. Neha Bhandari is a B.Com graduate and MBA qualified in finance stream. She has a versatile experience in the field of finance, risk management, marketing, import and exports. She has been worked in various organizations since after completing her MBA in year 2009. She has also exposure of legal compliances of broker house. Her expertise and skill will help the Company in taking right decision majorly in finance and import-export related activities. She will also be helpful in managing the business with new thought, behavior and skill set.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Mrs. Neha Bhandari, is concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding in the Company.

Certified True Copy
For, B.C. Power Controls Limited

Chander Shekhar Jain

(Chander Shekhar Jain)
Managing Director
DIN: 08639491



Date: 10/12/2024
Place: New Delhi

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE SHAREHOLDERS OF M/S B.C. POWER CONTROLS LIMITED THROUGH POSTAL BALLOT ON 08TH DECEMBER 2024.

To appoint Mrs. Poonam Latka (DIN: 10331847) as an Independent Director for a period of 5 (Five) consecutive years (Special Resolution)

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the approval of the shareholders of the Company be and is hereby accorded for appointment of Mrs. Poonam Latka (DIN: 10331847) as Non-Executive Independent Director of the Company, who has submitted a declaration confirming the criteria of Independence under Section 149 (6) of the Companies Act, 2013 read with the Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment, for second consecutive term of five years starting from 30th September, 2024 to 29th September, 2029 on the Board of the Company, whose term shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

Certified True Copy

For, B.C. Power Controls Limited

Chander Shekhar Jain

(Chander Shekhar Jain)

Managing Director

DIN: 08639491



Date: 10/12/2024

Place: New Delhi

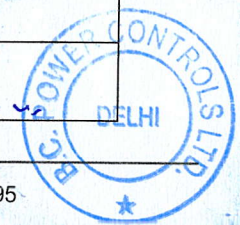
EXPLANATORY STATEMENT:

Mrs. Poonam Latka (DIN: 10331847) was appointed as an Additional Independent Directors on the Board by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, in Board Meeting held on 10th September, 2024, whose tenor had completed on the conclusion of 16th Annual General Meeting held on 30th September 2024. Thereafter, the Board of Directors further re-appointed her as Additional Independent Director in their meeting held on 30th September 2024 and subject to the approval of shareholders of the Company Non Executive Independent Director for a period of 05 consecutive years starting from 30th September, 2024 to 29th September, 2029 in accordance with the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Board recommends the Special Resolutions set out at Item No. 2 of the Postal Ballot Notice for shareholders' approval.

DETAILS OF DIRECTORS PROPOSED TO BE APPOINTED AT THE FORTHCOMING AGM AS REQUIRED BY REGULATION 26 AND REGULATION 36(3) OF THE LISTING REGULATIONS:

Name of Director	Mrs. Poonam Latka
Date of Birth	25-03-1967
DIN	10331847
Date of Appointment/ Re-Appointment	Re-appointed as Additional Independent Director on 30 th September, 2024
Nationality	Indian
Type of Appointment	Not liable to retire by rotation.
Qualification	B.A. Graduate
Last Drawn Remuneration	Nil
Expertise in specific functional area	Mrs. Poonam Latka has a vast experience in business strategy and marketing. She has a comprehensive understanding of corporate operations, market dynamics, and growth opportunities.
Directorship held in other listed	Nil



companies	
Listed entities from which resigned during past three years	Nil
Memberships/Chairmanships of Committees of other Companies	<u>Chairman:- Nil</u> <u>Member:- Nil</u>
Relationship with other Director/s	No Relationship with any other director
Number of Shares held in the Company	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mrs. Poonam Latka is B.A. Graduate. She has a vast experience in business strategy and marketing. She has a comprehensive understanding of corporate operations, market dynamics, and growth opportunities. Her expertise and skill will help the Company in taking various managerial decision and also help in strengthening the marketing and selling strategies.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Mrs. Poonam Latka, is concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding in the Company.

Certified True Copy

For, B.C. Power Controls Limited

Chander Shekhar Jain

(Chander Shekhar Jain)

Managing Director

DIN: 08639491



Date: 10/12/2024

Place: New Delhi