



BCH ELECTRIC LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 59th Annual General Meeting of the Members of the Company will be held on Monday, the 30th September 2024 at 12.30 P.M. at the Registered Office of the Company at 1105, New Delhi House, 27, Barakhamba Road, New Delhi- 110001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone as well as consolidated financial statements of the Company comprising of the Balance Sheet as at 31st March, 2024, statement of Profit and Loss Account, Cash Flow Statement and other annexures for the year ended 31st March, 2024 together with the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Rajyashree Bhartia (DIN 01057665), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Approval for Remuneration to Cost Auditor

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution: -

“**RESOLVED THAT** pursuant to Section 148 of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable during the year 2024-25 to M/s. Ramanath Iyer & Co, Cost Accountants, having Firm Registration No. 000019, appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2024-25 amounting to Rs. 1,93,600 (Rupees One lakh ninety-three thousand six hundred only) as well the payment of GST as applicable and re-imburement of out-of-pocket expenses in connection with the aforesaid audit be and is hereby approved and confirmed.”

By Order of the Board of Directors
For BCH Electric Limited

(Anand Khandelwal)

Vice President – Strategy & Company Secretary

New Delhi
5th September 2024



BCH ELECTRIC LIMITED

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 2) A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS A PROXY, WHO SHALL NOT ACT AS A PROXY FOR ANY OTHER MEMBER. PROXIES SUBMITTED ON BEHALF OF COMPANIES AND OTHER BODIES CORPORATE, SOCIETIES, TRUST, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION, AS APPLICABLE.
- 3) All alterations made in the Proxy Form should be initialed. The Proxies should carry any of their identity proof i.e. a Pan Card / Aadhaar Card / Passport / Driving License / Voter ID Card / employee ID card or such other proof at the venue of the meeting.
- 4) Members are requested to intimate the change of address to the Company at the Registered Office of the Company, quoting their respective register folio number.
- 5) The Explanatory Statement pursuant to Section 102(1) of the Act, setting out the material facts relating to the Special Business to be transacted at the AGM forms part of this Notice.
- 6) A registered equity shareholder or his Proxy or authorized representative is requested to bring a copy of the notice to the meeting and produce the attendance slip duly completed and signed at the entrance of the meeting venue.
- 7) In the case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 8) Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company certified copies of the board resolution(s) authorizing such representatives to attend and votes at the Meeting on their behalf.
- 9) "Green initiative"- Update E-mails for receiving notice/ documents in e-mode - Pursuant to the circular issued by the Ministry of Corporate Affairs signifying the concept of "green initiative", the service of documents/ notices by the Company can be done in e-mode instead of physical dispatch. Shareholders are therefore requested to kindly register their e-mail addresses with the Company in the Form annexed with the Notice of Annual General Meeting enabling the Company to better service shareholder correspondence through electronic mode.



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Annexure to Notice

Explanatory Statement Pursuant To the Provisions of Section 102(1) & (2) Of the Companies Act, 2013:

Item No. 3

The Board has approved the appointment and remuneration of M/s Ramanath Iyer & Co, Cost Accountants (Firm Registration No. 000019) (Cost Auditors) to conduct the audit of the cost records of the Company for the financial year ending 31 March 2025 at a proposed remuneration of Rs. 1,93,600/- (Rupees One lakh ninety-three thousand six hundred only) plus GST as applicable and re-imbursement of out-of-pocket expenses.

In accordance with the Provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors needs to be approved by the Shareholders of the Company. Accordingly, approval of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for approval of the remuneration payable to the Cost Auditors for the financial year ending 31st March 2025.

The resolution seeks the approval of members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board therefore recommends the resolution for your approval.

By Order of the Board of Directors
for **BCH Electric Limited**

(Anand Khandelwal)

Vice President – Strategy & Company Secretary

New Delhi
5th September 2024

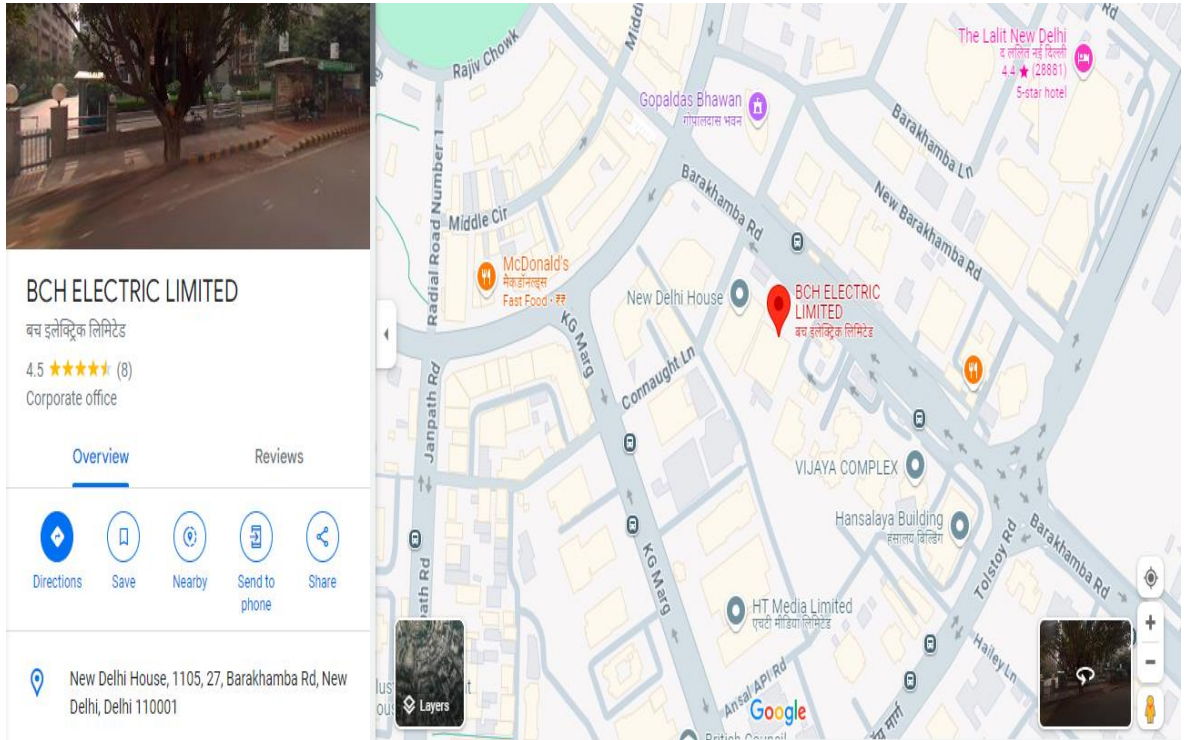
BCH ELECTRIC LIMITED

(CIN U31103DL1965PLC425953)

Regd. & Corporate Office: 1105, New Delhi House, 27, Barakhamba Road, New Delhi-110001
Telephone: +91 11 43673100, Website: www.bchindia.com, Email: info@bchindia.com

Route Map to the AGM Venue

59th Annual General Meeting
Monday, the 30th September 2024 at 12.30 P.M



Venue:
1105, New Delhi House, 27, Barakhamba Road,
New Delhi- 110001