

BAHADUR CHAND INVESTMENTS PRIVATE LIMITED

Regd. Office: The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj – Phase – II, New Delhi –110 070

Correspondence Address: 37, Community Center, Basant Lok, Vasant Vihar, New Delhi – 110 057

Phone: 011 – 47619310; Fax: 011 – 26152453; Website: www.bahadurchandinvestments.com

e-mail: info.bcipl@gmail.com; CIN: U65921DL1979PTC331322; PAN: AAACB6706F

Date: 23.08.2024

Asst. Vice President, Listing Deptt.,

National Stock Exchange of India Ltd.

Exchange Plaza, Plot C-1, Block G,

Bandra Kurla Complex,

Bandra (E),

MUMBAI - 400 051

Scrip Code: BCIPL

Sub: Disclosure pursuant to Regulation 50(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Intimation of 45th (Forty-fifth) Annual General Meeting.

Dear Sir/ Madam,

Pursuant to Regulation 50(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby inform you that the 45th (Forty-fifth) Annual General Meeting of the Shareholders of Bahadur Chand Investments Private Limited (“The Company”) will be held on **Wednesday, September 18, 2024 at 11:00 A.M.** at the registered office of the Company situated at **The Grand Plaza, Plot no.2, Nelson Mandela Road, Vasant Kunj, Phase- II, New Delhi-110070** to transact the business, as specified in the Notice.

Kindly take the same on your records.

Thanking You,

For Bahadur Chand Investments Private Limited

Ankit Sharma

Company Secretary & Chief Compliance Officer

Membership no.: A66940

Enc.

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NOTICE OF 45th ANNUAL GENERAL MEETING

Notice is hereby given that **45th Annual General Meeting** of the Members of **Bahadur Chand Investments Private Limited** will be held on **Wednesday, September 18, 2024 at 11:00 A.M.** at **The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj – Phase – II, New Delhi –110 070** to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of Directors' and Auditors' thereon.**
- 2. To appoint Statutory Auditors and to fix their remuneration:**

To consider and, if thought fit, to pass the following resolution, with or without modification, if any, as an **Ordinary Resolution:**

***“Resolved that** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014, and Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including Housing Finance Companies) dated April 27, 2021 issued by the Reserve Bank of India (“RBI”), including any amendments, modifications, variations or re-enactments thereof, from time to time, on the basis of recommendation of Audit Committee and Board of Directors (“the Board”) of the Company, approval of the Members of the Company, be and is hereby accorded for the appointment of M/s Gupta VIGG & Co., Chartered Accountants, (ICAI Firm Registration Number: FRN 001393N as Statutory Auditors of the Company for the period of 3 (three) years i.e. from the conclusion of 45th Annual General Meeting of the Company to be held for the financial year ended March 31, 2024 till the conclusion of the 48th Annual General Meeting to be held in the year 2027, subject to their continuity of fulfilment of the applicable eligibility norms.*

***Resolved further that** the Board of Directors be and is hereby authorized to finalize the remuneration of statutory auditors for the financial year 2024-25, 2025-26 and 2026-27, depending upon their respective scope of work and additionally out of pocket expenses, outlays and taxes, as applicable.”*

SPECIAL BUSINESS:

- 3. To consider and approve the Regularization the office of Non- Executive Non-Independent Directors of the Company (“Promoter Directors”) pursuant to Regulation 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period of Five Years commencing from 18th September, 2024 till 17th September, 2029.**

To consider and, if thought fit, to pass the following resolution, with or without modification, if any, as an **Ordinary Resolution:**

***“Resolved that** pursuant to the provisions of Regulation 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and other applicable provision, if any, of the Companies Act, 2013 and the rules made thereunder, including any amendments, modifications, variations or re-enactments thereof, from time to time, approval of the members be and is hereby accorded to continue the Office of Directorship of Mr. Suman Kant Munjal, Dr. Pawan Munjal and*

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Mrs. Renu Munjal, Non-Executive Directors of the Company for another term of five years on the same terms and conditions on which they were appointed earlier.

Resolved that any of the Director or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution”

By Order of the Board

For Bahadur Chand Investments Private Limited

Sd/-

Ankit Sharma

Company Secretary & Chief Compliance Officer

Membership No.: A66940

**Address: The Grand Plaza, Plot No. 2, Nelson Mandela Road,
Vasant Kunj, Phase – II, New Delhi –110 070**

Date: 13.08.2024

Place: New Delhi

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NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM, IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, SIGNED & RECEIVED BY THE COMPANY NOT LESS THAN 48 (FORTY - EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. The proxy need not be a member of the Company.
4. A member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. Proxies shall not have any right to speak at the meeting.
5. Members / proxies should bring the enclosed Attendance Slip / Proxy form duly filled in for attending the Meeting.
6. The instrument(s) appointing the proxy, if any, should be delivered at the registered office of the Company at The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110070, before the commencement of the meeting. The instrument of proxy if received in default of above shall be treated as invalid.
7. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution or Power of Attorney (POA) authorizing their representative to attend and vote at the meeting.
8. All documents referred to in the notice and explanatory statement are open for inspection by the members at the registered office of the Company on all working days during business hours upto the time of the AGM.
9. The route map for venue of Annual General Meeting is provided at the end of this Notice.

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Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013

Item No. 3

Dr. Pawan Munjal, Mr. Suman Kant Munjal & Mrs. Renu Munjal were appointed as Non-Executive Directors on the Board of the Bahadur Chand Investment Private Limited w.e.f. May 20, 2010.

Regulation 17(D) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 states that the continuation of the director serving on the board of directors of a listed entity as on March 31, 2024, without the approval of the shareholders for the last five years or more shall be subject to the approval of shareholders in the first general meeting to be held after March 31, 2024.

Since all the above Three (3) Directors are serving on the Board without the approval of the shareholders in the general meeting for more than Five(5) years, therefore, in compliance with the said provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and other applicable provision, if any, the board of directors of the Company, on the recommendations of the Nomination and Remuneration Committee, at its meeting held on August 13, 2024 have recommended the shareholders to approve the continuation of appointment of Dr. Pawan Munjal, Mr. Suman Kant Munjal & Mrs. Renu Munjal, respectively, on the Board of Company for another five years from the date of passing of resolution in the ensuing Annual General Meeting.

The shareholders are requested to kindly consider and approve the continuation.

The Directors of the Company or their relatives are interested in the resolution set out at item No. 3 of the Notice. No Key Managerial Personnel of the Company in any way, concerned or interested the resolution set out at item No. 3 of the Notice.

As required by Secretarial Standards-2, disclosures pertaining to the regularization of the Promoter Directors of the Company are provided as ***Annexure – A and B***.

By Order of the Board

For Bahadur Chand Investments Private Limited

Sd/-

Ankit Sharma

Company Secretary & Chief Compliance Officer

Membership No.: A66940

**Address: The Grand Plaza, Plot No. 2, Nelson Mandela Road,
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Date: 13.08.2024

Place: New Delhi

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Annexure - A

Details in terms of Secretarial Standard 2, in respect of the Director seeking appointment:

Name of Director	Mr. Suman Kant Munjal	Dr. Pawan Munjal	Mrs. Renu Munjal
DIN	00002803	00004223	00012870
Brief Resume	Mr. Suman Kant Munjal is the Executive Chairman (Whole-time Director) of Rockman Industries Ltd., a leading supplier of aluminium die casting, machined, and painted assemblies to Hero MotoCorp. With his leadership, wealth of experience, and expertise in business management, he has been instrumental in the growth of Rockman Industries. Beyond his current role, his extensive experience and expertise have earned him positions on the Boards of various companies.	Dr. Pawan Munjal is one of India's renowned corporate leaders, championing growth, socio-economic progress, and technological innovations. He is the Executive Chairman of Hero MotoCorp, the world's largest manufacturer of motorcycles and scooters. Under his leadership, Hero MotoCorp achieved the coveted title of the world's No. 1 two-wheeler company in 2001 and has successfully retained this position to date for 23 consecutive years. Under his guidance, Hero MotoCorp has also surpassed the rare milestone of 116 million cumulative production and sales. Dr. Munjal has held executive positions at key Indian industry bodies, including the Confederation of Indian Industry (CII) and the Society of Indian Automobile Manufacturers (SIAM)	Mrs. Renu Munjal is the Whole Time Director of Hero FinCorp Limited and is actively involved in various philanthropic activities across the Hero group.
Date of Birth(Age in years)	26-02-1953	28-10-1954	06-03-1955
Qualifications	Mr. Suman Kant Munjal holds a Bachelor's degree in Commerce.	Dr. Pawan Munjal holds a bachelor's degree in engineering (mechanical group) from Kurukshetra University, Thanesar, Haryana and has also received an honorary degree from National Institute of Technology, Kurukshetra, Thanesar, Haryana.	Mrs. Renu Munjal holds a bachelor's degree in home science.
Experience	Over 48 years	Over 45 years	Over 40 years
Experience in specific functional areas	He possesses the requisite skills, experience, expertise and knowledge which would benefits the business of the company.	He possesses the requisite skills, experience, expertise and knowledge which would benefits the business of the company.	She possesses the requisite skills, experience, expertise and knowledge which would benefits the business of the company.

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Terms and conditions of appointment/re-appointment	He is being regularised as the Non-Executive Non - Independent Director without remuneration for the period of Five(5) years from the date of approval by the shareholders.	He is being regularised as the Non-Executive Non -Independent Director without remuneration for the period of Five(5) years from the date of approval by the shareholders.	She is being regularised as the Non-Executive Non -Independent Director without remuneration for the period of Five(5) years from the date of approval by the shareholders.
Details of remuneration sought to be paid and remuneration last drawn	No Remuneration	No Remuneration	No Remuneration
Date on which first appointment on the Board	May 20, 2010	May 20, 2010	May 20, 2010
Details of shareholding on company	<p>Holding 4,808 equity shares of FV 100/- each on behalf on M/s Brijmohan Lal Om Parkash, Partnership Firm and 50 equity shares in Individual Capacity.</p> <p>Also, 2,080 equity shares of FV 100/- each are held jointly in the name of Dr. Pawan Munjal, Mr. Suman Kant Munjal and Mrs. Renu Munjal on behalf on M/s Brijmohan Lal Om Parkash, Partnership Firm.</p>	<p>Holding 5,318 equity shares of FV 100/- each on behalf on M/s Brijmohan Lal Om Parkash, Partnership Firm.</p> <p>Also, 2,080 equity shares of FV 100/- each are held jointly in the name of Dr. Pawan Munjal, Mr. Suman Kant Munjal and Mrs. Renu Munjal on behalf on M/s Brijmohan Lal Om Parkash, Partnership Firm.</p>	<p>Holding 4,806 equity shares of FV 100/- each on behalf on M/s Brijmohan Lal Om Parkash, Partnership Firm.</p> <p>Also, 2,080 equity shares of FV 100/- each are held jointly in the name of Dr. Pawan Munjal, Mr. Suman Kant Munjal and Mrs. Renu Munjal on behalf on M/s Brijmohan Lal Om Parkash, Partnership Firm.</p>
Relationship with other Directors/ Key Managerial personnel (if any)	Mr. Suman Kant Munjal is the brother of Dr. Pawan Munjal	Dr. Pawan Munjal is the brother of Mr. Suman Kant Munjal	None

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*Number of Board meetings attended during year	10	6	8
Details of Directorships/ committee chairmanship and membership of other Boards	Please refer Annexure- B	Please refer Annexure- B	Please refer Annexure- B

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Annexure – B Details of Directorship/ Committee Chairmanship and Membership in other companies

Name of Director	Name of Entity	Directorship held	Committee Membership	Committee Chairmanship
Mr. Suman Kant Munjal	Public Company	Rockman Industries Limited	AC, CSR, FC	CSR
	Public Company	Hero MotoCorp Limited	-	-
	Public Company	Hero Steels Limited	SATC	SATC
	Private Company	Rockman Advanced Composites Private Limited	-	-
	Private Company	Spares Superhero Private Limited	-	-
	Private Company	Tessolve Semiconductors Private Limited	CSR	CSR
	Private Company	Hero Electronix Private Limited	-	-
	Private Company	Hero InvestCorp Private Limited	CSR	CSR
	Private Company	Hero Corporate Service Private Limited	-	-
	Private Company	Bahadur Chand Investments Private Limited	AC, RMC, ALMC, GRMC, SRC	-
	Private Company	Munjal Acme Packaging Systems Pvt. Ltd.	-	-
	Private Company	Survam Private Limited	-	-
	Private Company	HeroX Private Limited	-	-
	Section 8 Company	BML EduCorp Services	-	-
Dr. Pawan Munjal	Public Company	Hero MotoCorp Limited	SCSR, COD	SCSR, COD
	Public Company	Hero FinCorp Limited	NRC, CSR, COD	COD
	Public Company	Rockman Industries Limited	-	-
	Private Company	Hero InvestCorp Private Limited	CSR	-
	Private Company	Bahadur Chand Investments Private Limited	CSR, RMC, ALMC, NRC, ITSC, SRC	-
	Private Company	Munjal Acme Packaging Systems Private Limited	-	-

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Mrs. Renu Munjal	Private Company	PAN Mining Private Limited	-	-
	Foreign Company	Hero Future Energies Global Limited	-	-
	Section 8 Company	Indian School of Business	-	-
	Public Company	Hero FinCorp Limited	CSR, SRC, COD	CSR
	Private Company	Bahadur Chand Investments Private Limited	CSR, ITSC, SRC, GRMC	
	Private Company	Rockman Auto Private Limited	-	-
	Private Company	Munjal Acme Packaging Systems Private Limited	-	-
	Private Company	Hero InvestCorp Private Limited	CSR	
	Private Company	Hero Electronix Private Limited	-	-
	Private Company	BM Munjal Energies Private Limited	-	-
	Private Company	Hero Housing Finance Limited	CSR, COD	CSR, COD
	Private Company	RKMFT Private Limited	-	-

- AC - Audit Committee
- NRC- Nomination and Remuneration Committee
- CSR – Corporate Social Responsibility Committee
- RMC – Risk Management Committee
- GRMC – Group Risk Management Committee
- ITSC – IT Strategy Committee
- COD – Committee of Directors
- SRC - Stakeholders Relationship Committee
- ALMC – Asset Liability Management Committee
- SATC - Share Allotment and Transfer Committee
- FC – Finance Committee

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45th Annual General Meeting ATTENDANCE SLIP

- 1.** Name

- 2.** Registered Address of the sole/first named shareholder

- 3.** Name(s) of Joint Shareholder(s), if any

- 4.** Registered Folio No./DP ID & Client ID

- 5.** No. of Shares held

I/We registered shareholder/proxy for the registered Shareholder of the Company, hereby record my/our presence at the **45th Annual General Meeting** of the Company held on **Wednesday, September 18, 2024** at **11:00 A.M.** at **The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj – Phase – II, New Delhi –110 070.**

Signature as per specimen registered with the Company

1st Holder

2nd Holder

Proxy

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Form No. MGT-11

Proxy form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U65921DL1979PTC331322
Name of the Company	Bahadur Chand Investments Private Limited
Registered Office	The Grand Plaza, Plot No.2,Nelson Mandela Road, Vasant Kunj – Phase – II, New Delhi- 110 070
Name of the member(s)	
Registered Address	
E-mail ID	
Folio No./DP-ID & Client ID	

I/We being the member(s) of _____ shares of Bahadur Chand Investments Private Limited, hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____ Signature: _____, or failing him

2. Name: _____
Address: _____
E-mail Id: _____ Signature: _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **45th Annual General Meeting** of the Company, to be held on **Wednesday, September 18, 2024** at 11:00 am at the registered office of the Company at **The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj – Phase – II, New Delhi –110 070** and at any adjournment(s) thereof, in respect of such resolutions as are indicated below:

S. No.	Resolutions	For	Against
Ordinary Business:			
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of Directors' and Auditors' thereon.		
2.	To appoint Statutory Auditors and to fix their remuneration:		
Special Business:			
3.	To consider and approve the Regularization the office of Non- Executive Non-Independent Directors of the Company ("Promoter Directors") pursuant to Regulation 17(1D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period of Five Years commencing from 18 th September, 2024 till 17 th September, 2029.		

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Signed this _____ day of _____ 2024

Signature of the Member: _____

Signature of Proxy holder(s): _____

Affix
Revenue
Stamp of
₹ 1

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

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ROUTE MAP

