

## **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](http://www.bahadurchandinvestments.com)  
e-mail: info.bcipl@gmail.com; CIN: U65921DL1979PTC331322; PAN: AAACB6706F

### **NOTICE OF 43<sup>rd</sup> ANNUAL GENERAL MEETING**

Shorter Notice is hereby given that **43<sup>rd</sup> Annual General Meeting** of the Members of **Bahadur Chand Investments Private Limited** will be held on Tuesday, September 27, 2022 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 Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of Directors' and Auditors' thereon and the consolidated audited Financial Statements for the financial year ended March 31, 2022.

#### **SPECIAL BUSINESS:**

2. **To appoint Mr. Suresh Shetty (DIN: 00316830) as an Independent Director of the Company.**

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 Sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other provisions applicable on the Company and Articles of Association of the Company, Mr. Suresh Shetty (DIN: 00316830), who was appointed as an Additional and Independent Director of the Company with effect from August 31, 2022, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years, from the date of appointment i.e. August 31, 2022 upto August 30, 2027.

**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the approval of members of the Company be and is hereby accorded for continuation of Mr. Suresh Shetty (DIN: 00316830), as a Non-Executive Independent Director of the Company, who will attain 75 (seventy five) years of age on June 11, 2023 till his current tenure of appointment, i.e. up to August 30, 2027.

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**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, and to execute all such documents, instruments and writings as may be required, proper or expedient, to give effect to this resolution.”

By Order of the Board

**For Bahadur Chand Investments Private Limited**

**Saloni Agarwal**

**Company Secretary & Compliance Officer**

**Membership No.: A32361**

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

Email: [info.bcipl@gmail.com](mailto:info.bcipl@gmail.com)

Website: [www.bahadurchandinvestments.com](http://www.bahadurchandinvestments.com)

Date: 23.09.2022

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. Members/Proxy holder must bring the Attendance Slip to the meeting and hand it over at the entrance duly signed.
3. Corporate shareholders intending to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The route map for venue of Annual General Meeting is provided at the end of this Notice.

By Order of the Board  
**For Bahadur Chand Investments Private Limited**

**Saloni Agarwal**  
**Company Secretary & Compliance Officer**  
**Membership No.: A32361**  
**Address: The Grand Plaza, Plot No. 2, Nelson Mandela Road,**  
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Email: [info.bcipl@gmail.com](mailto:info.bcipl@gmail.com)  
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Date: 23.09.2022  
Place: New Delhi

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### **STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Item No. 2**

The Board of Directors on the recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders, has appointed Mr. Suresh Shetty as an Additional and Independent Director of the Company w.e.f. August 31, 2022, for a term of five consecutive years.

The Company has received requisite consent and declarations from Mr. Suresh Shetty including confirmation that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 ('Act') and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is neither disqualified from being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such other authority.

Mr. Shetty has rich experience as a financial advisor and advises various companies in financial and management planning, resources mobilizing etc. He is working as a Financial Consultant and is providing advice in financial planning for several years now, including Merchant Banking activities, Merger and Amalgamations, acquisition in India and Overseas. Mr. Shetty is also a member of the Institute of Chartered Accountants of India. Mr. Shetty has also attended the short term course in Corporate Finance from the Stanford University, California.

Mr. Shetty is an independent financial advisor and is currently serving as an Independent Director on the Board of 1 (one) listed company viz. Suprajit Engineering Limited. He also serves as an Advisor to many multinational companies.

Mr. Shetty will be attaining the age of 75 (seventy) years on June 11, 2023. He possesses the requisite skills, experience, expertise and knowledge which would benefit the business of the Company.

The requisite details of Mr. Shetty are provided in **Annexure - A** to the Notice. He will be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board.

In the opinion of the Board, he fulfills the conditions specified in the said Act and is independent of the management. Further, he possesses appropriate skills, experience, expertise and knowledge which would benefit the business of the Company.

It is proposed that Mr. Suresh Shetty be appointed as an Independent Director of the Company for a term of five consecutive years i.e. from August 31, 2022 to August 30, 2027 and to continue the aforesaid tenure in the Company even after attaining the age of 75 years.

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A copy of the letter of appointment of Mr. Suresh Shetty setting out the terms and conditions of appointment is available at the registered office of the company. Members seeking to inspect the same can send an email to [info.bcipl@gmail.com](mailto:info.bcipl@gmail.com). A brief profile of Mr. Shetty is also available on the website of the Company i.e. [www.bahadurchandinvestments.com](http://www.bahadurchandinvestments.com).

None of the Directors and Key Managerial Personnel or their relatives except Mr. Suresh Shetty and his relatives are in any way concerned or interested in passing of the above resolution.

The Board recommends the Special Resolution as set out in the Notice for approval by the Members.

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### **Annexure - A**

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

<b>Name of Director</b>	Mr. Suresh Shetty
<b>Brief Resume</b>	As detailed in Explanatory Statement above
<b>Date of Birth (Age in years)</b>	June 11, 1948 (74)
<b>Qualifications</b>	As detailed in Explanatory Statement above
<b>Experience</b>	More than 4 decades
<b>Expertise in specific functional areas</b>	-Financial Advisor -Financial Planning
<b>Terms and conditions of appointment/ re-appointment</b>	He is being appointed as an Independent Director w.e.f. August 31, 2022 for a term of 5 years.  The other terms and conditions are detailed in the explanatory statement.
<b>Details of remuneration sought to be paid and remuneration last drawn</b>	Refer the details given in the explanatory statement
<b>Date on which first appointment on the Board</b>	August 31, 2022
<b>Details of shareholding in the Company</b>	Nil
<b>Relationship with other Directors/ Key Managerial Personnel (if any)</b>	None
<b>Number of Board meetings attended during the year</b>	Not Applicable
<b>Details of Directorships/ Committee chairmanship and memberships of other Boards</b>	As detailed herein below
<b>Justification for choosing the appointee for appointment as Independent Director</b>	He possesses the requisite skills, experience, expertise and knowledge which would benefit the business of the Company

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### **Details of Directorship/ Committee Chairmanship and Membership in other companies**

<b>Name of Director</b>	<b>Nature of Entity</b>	<b>Directorship held</b>	<b>Committee Membership</b>	<b>Committee Chairmanship</b>
Mr. Suresh Shetty	Listed Public Company	Suprajit Engineering Limited	Nomination and Remuneration Committee	Audit Committee
	Private Limited Company	Suprajit Automotive Private Limited Emerging Securities Private Limited		CSR Committee
	Section 8 Company	Ravi Sikka Memorial Foundation		
	LLP	Cutting Edge Realty LLP Multiples Private Equity Fund II LLP Radhey Niwas LLP		

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### **43<sup>rd</sup> 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 **43<sup>rd</sup> Annual General Meeting** of the Company held on Tuesday, September 27, 2022 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

_____	_____	_____
1 <sup>st</sup> Holder	2 <sup>nd</sup> 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 43rd Annual General Meeting of the Company, to be held on **Tuesday, September 27, 2022 at 11:00 A.M.** 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
<b>Ordinary Business:</b>			
1.	To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of Directors' and Auditors' thereon and the consolidated audited Financial Statements for the financial year ended March 31, 2022.		
<b>Special Business:</b>			
2.	To appoint Mr. Suresh Shetty (DIN: 00316830) as an Independent Director of the Company		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

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**

