

Transcript

CS

I am Aanchal Patni, Company Secretary and Compliance Officer of BSL Limited, participating from Bhilwara. Welcome you all in the 51st annual General meeting of the company.

I would like to inform you that the proceedings of this meeting are being recorded. During the meeting, the participants apart from the panelists would be on mute.

Participants should be aware that according to the MCA and SEBI circulars, this meeting is being held through video conferencing and without the physical presence of the members. The deemed venue of the AGM shall reach the registered office of the company at 26 Industrial Area, Gandhi Nagar, Bhilwara, Rajasthan.

Shri Arun Kumar Churiwal, Chairman, Sri Nivedan Churiwal, Managing Director, Shri Shekhar Agarwal, Director, Sri Sushil Jhunjhunwala, Independent Director, Shri Jagdish Chandra Laddha, Independent Director, Shri Amarnath Choudhary, Independent Director, Srimati Abhilasha Mimani, Independent Director, Sri Giriraj Prasad Singhal, Independent director and Sri Praveen Kumar Jain, Director Operation and CFO are present in the meeting. Shri Arun Kumar Churiwal, Chairman will chair the meeting.

Further Shri Arun Kumar Churiwal himself is interested in the resolution number 10 and 11 of the notice of the 51st AGM.

Therefore, Shri Amarnath Choudhary, Independent director present in the meeting, will chair the meeting for the item number 10 and 11 only.

Since this AGM is being held without the physical presence of the Members, the facility of appointment of proxies by members under Section 105 of the Companies Act 2013 is not available at this AGM.

The facility of joining the AGM was opened 15 minutes before the scheduled time of the AGM and shall remain available for 15 minutes after the scheduled time.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with relevant rules and also the SEBI LODR Regulations.

The company has provided the facility of voting by electronic means to all its members to enable them to cast their vote electronically and the business would be conducted through e-voting.

The company has engaged the services of NSDL for facilitating participation by the members at the AGM through VC and remove e-voting including e-voting during the AGM.

Shareholders were provided with the user ID and password for the purpose of remote e-voting. The remote e-voting facility was made available to the members from 24th September 2022, 9:00 AM, to 27th September 2022, 5:00 PM.

Members attending the AGM who have not cast their vote by remote e-voting are entitled to exercise their right to vote by e-voting during the AGM.

The company had appointed Shri Manoj Maheshwari, practicing company secretary, as a scrutinizer, to scrutinized the remote e-voting, including e-voting during the AGM process in a fair and transparent manner.

The result will be declared within 2 working days, that is on or before 30th September 2022. After considering the e-voting done today by Members participating in this AGM and also the remote e-voting already done by the numbers, the results along with the Scrutinizer report shall also be submitted to the stock exchanges NSE & BSE and will also be placed on the website of the company.

The notice of the annual general meeting and annual report were mailed electronically to the shareholders and their email address is registered with the company or depository, Participant by 29th August 2022.

The members were provided an opportunity to inspect the delivering document accompanied the notice of 51st AGM. The strategy register as per the Companies Act, 2013 are kept open electronically for inspection by the members during the AGM.

At this moment we have 50 participants and hence the requisite quorum is present. Now I request our Chairman sir to please welcome and address the members present at the meeting and also to declare this Meeting to open. Sir.

Chairman

Thank you Aanchal and good afternoon, everybody.

I Arun Kumar Churiwal, Chairman of the company joining this AGM from Kolkata. Welcome the members to the 51st annual meeting of the company.

I would like to mention that in view of the continuing COVID-19 pandemic, this AGM today is being convened through video conferencing or other audio visual means.

The company has taken all feasible steps to ensure that shareholders are provided an opportunity to participate in this AGM. The requisite quorum is present, therefore, I call the meeting to order.

I would like to introduce you to other directors for attending the meeting.

Nivedan Churiwal, Managing Director.

Sri Shekhar Agarwal, non executive director.

Sri Sushil Jhunjhunwala, Independent director.

Sri Jagdish Chandra Laddha, Independent director.

Sri Amarnath Choudhary, Independent director.

Srimati Abhilasha Mimani, Independent director.

Sri Giriraj Prasad Singhal, Independent director.

Sri Praveen Kumar Jain, Director of Operation and CFO attending from Bhilwara.

Sri Ravi Jhunjunwala could not attend this meeting due to preoccupation through that's he's granted leave.

Apart from them we also have Sri Satish Somani partner SSMS & Associates, Chartered Accountants, Statutory Auditors. Sri Sunil Surana partner M/s. AHA & company, Chartered Accountants, Internal Auditors and Sri Manoj Maheshwari partner M/s. V & M Associates company secretary team. Jaipur secretarial auditors, scrutinizers joining from their respective locations.

The Annual report of the company for the financial year ended 31st March 2022 Containing this standalone financial statements has already been circulated among the members of the company electronically with your permission. I take it that you have gone through it.

Auditors report on the financial statement and secretarial audit report for the company for financial year ended 31st March 2022 do not contain qualification, reservation, adverse remarks or disclaimers. Accordingly, accordingly the reports are not required read out as provided in the companies Act, 2013.

Now with your permission I begin my formal address to the shareholders.

प्रिय सदस्यों नमस्कार, निर्देशक मंडल की ओर से मैं बी एस एल लिमिटेड 51st वार्षिक आम बैठक सभा में आप सभी का मैं स्वागत करता हूँ।

मे उन सभी सदस्यों को धन्यवाद आप बजट करता हूँ या इस बैठक में उपस्थित आशा है की आप और आपका परिवार स्वस्थ व सुरक्षित है।

वित्त वर्ष 21-22 लिए आपके कंपनी के प्रदर्शन पर अपने विचार से पूर्ण आर्थिक प्रतिष्ठित बात करते।

विश्व covid के बाहर आ रहा है इसी समय नए पहलु सामने आ गए। कई कारण से विश्व अर्थव्यवस्था पहले से ही महामारी से कमजोर हो चुकी है। दुनिया भर में अपेक्षा के अधिक उपस्थिति, विशेष रूप से संयुक्त राज्य अमेरिका और रूस, चीन covid -19, लॉकडाउन, और Ukrain का युद्ध ये सब नकारात्मक प्रभाव डाल रही है विश्व अर्थव्यवस्था पर।

वैश्विक विकास 2021 में ₹5.07 2022 में 2.9% गिरने की उम्मीद है। और २०२१ में एक अस्थाई उछाल के पश्चात 2022 में तेजी से निराशा हुआ। चीन और रूस ने मंदि का कारण स्पर्श की दूसरी तिमाही में वैश्विक उत्पादन में कमी आयी।

अमेरिकी उपभोक्ता खर्च करने से कम कर रहा है अमेरिकी फर्म द्वारा पूर्ण प्रतिफल में निरंतर वृद्धि से वंचित शरीर बाजार में मंत्री और राष्ट्रीय मुद्रा संकट में है।

वैश्विक आर्थिक संकट के कारण पाउंड 1985 के अपने निम्न स्तर पर आ गया है। डॉलर की तुलना में वैश्विक मुद्राओ का अवमूल्यन हो रहा है।

भारतीय अर्थव्यवस्था के लिए आठ वर्षों में एक बड़े सँरचनात्मक विकास से बढ़ रही है। वर्तमान में हम दुनिया की पांचवीं सबसे बड़ी अर्थव्यवस्था बन गए जब बात अमेरिका, चीन, जापान, जर्मनी हमसे आगे हैं।

अति अर्थव्यवस्था के कुछ बिंदु इस प्रकार है।

सिवाय अगस्त २०२२ में 56.2 पर थी अगर २०२२ में बिजली की खपत में 2% की वृद्धि हुई अगर 2022 ने सभी शहरों में उपभोक्ताओं के लिए सीपीआई में 0.1% की वृद्धि हुई वर्ष 22-23 की पहली तिमाही में उत्पादन बढ़कर 36.85 करोड़ हो गया। वो सालाना आधार पर 13.5% वृद्धि दर्ज करता है।

भारत के खुदरा मुद्रा अगस्त 2022 में 7% दर्ज की गई, जबकि जुलाई 2022 ये 6.7% थी। अगस्त 2022 में भारत का व्यापारिक 33.9 billion अमेरिकी डॉलर रहा। जो अगस्त 2021 में 33.28 billion dollar था।

वैश्विक कपड़ा बाजार का आकार 2028 तक 1014.12 बिलियन अमेरिकी डॉलर तक पहुंचने की उम्मीद है। यह बाजार 2021 से 2028 तक 4.4% से CAGR बढ़ने की उम्मीद करता है।

2022 में कपड़ा उद्योग में प्राकृतिक रेशियो और कपड़ों के प्रति अधिक आकर्षण रहा है। कपास आधारित भाग्य उनका पिछले का महत्त्व भारत अमेरिका चीन में बढ़ रहा है। भारत का वस्त्र उद्योग में २.३ % का योगदान है।

भारत के वस्त्र उद्योग 2025-26 तक 190 billion dollar हो जाएंगे का अनुमान है। वित्तवर्ष 2022 खादी वस्तुओं का निर्यात 44.4 बिलियन डॉलर का था जो वर्ष की तुलना में 41% अधिक था।

अब बीएसएफ की गतिविधियों के बारे में थोड़ी चर्चा करते हैं।

अब मैं आपका ध्यान 2021-22 कंपनी के प्रदर्शन पर आकर्षित करता हूँ।

वित्तीयवर्ष 2021-22 में कंपनी ने नयी ऊंचाइयों को छुआ है। इस वर्ष बढ़ती लागत, माल दुलाई, ऊर्जा लागत, रंगों की लागत आदि में काफी बढ़ोतरी देखी गई। ऐसी स्थिति में इन परिणामों को प्राप्त करना विशेष रूप से उत्साहजनक है।

इस वर्ष कंपनी के निर्यात में 35% की वृद्धि हुई। ये जो मिलाकर 184.72 करोड़ का हुआ। ये भी कारोबार में भी 37% वृद्धि हुई। जोधपुर बिक्री का 251.12 करोड़ हुआ।

कंपनी का परिचालन लाभ रूप 41.53 करोड़ है, जो गत वर्ष 30.17 करोड़ था। वित्तवर्ष 2022 में कंपनी का कर पूर्व लाभ 15 करोड़ 99 लाख है, जो पूर्व वर्ष 1 करोड़ 23 लाख था।

कंपनी का शुद्ध लाभ 11 करोड़ 43 लाख है जो गत वर्ष 1 करोड़ 36 लाख था।

भारत में वस्त्र उद्योग में कॉटन का बहुत बड़ा है उत्पादन निर्माण में भारत अग्रिम देशों में है। इस परिदृश्य में निर्णय लिया है की अब सिंथेटिक के प्रचार और विशेष रूप से सुरती कॉटन धागे का उत्पादन करेगी।

कंपनी 29,184 कॉटन आधारित स्पिंडल लगा रही है। इसके साथ ही कोयला जैविक ऊर्जा उपयोग को समाप्त करने की योजना पर कार्य कर रही है।

इस हेतु 194 करोड़ पूंजीगत किया जा रहा है, जिससे उपार्जन द्वारा घोषित किया जाएगा। 31 मार्च 2022 तक कंपनी का नेट ब्लॉक 167 करोड़ 45 लाख का है और 2022 कैपेक्स योजना 194 करोड़ की है।

एतिहासिक जब कैपेक्स सरूप कंपनी के कारोबार और लाभ में समुचित वृद्धि होगी। कंपनी का प्रदर्शन ये पिछले एक दशक से बढ़ रहा है। अच्छा प्रदर्शन कर रहा है। आपकी कंपनी पिछले एक दशक से वैश्विक खुदरा दिग्गज एक को विशेष कपड़ों की आपूर्ति कर रही है। सभी वैश्विक चुनौतियों और राव के तहत व्यापार।

कंपनी प्रारंभ से हरित पर्यावरण के प्रति समर्पित है। जीरो लिक्विड डिस्चार्ज के प्रचार अब हरित ऊर्जा कंपनी का लक्ष्य है।

कंपनी की ऊर्जा खपत का एक हिस्सा सौर ऊर्जा के साथ, कृषि आधारित ईंधन होगा इस पर कंपनी कार्य कर रही है।

December 2022 कंपनी द्वारा जीवाश्म ईंधन का उपयोग बंद कर दिया जाएगा। तुम समय की ऊर्जा की आवश्यकता कृषि आधारित और शिष्यों द्वारा की जाएगी।

मुझे ये बताते हुए प्रसन्नता हो रही है कि निदेशक मंडल ने इस बात 2022 को समाप्त वर्ष के लिए 1.20 प्रति इक्विटी शेयर की सिफारिश की है उसी बात करता हूँ कि इस बैठक के एजेंडा का हिस्सा।

अब मैं आपका ध्यान चालू वर्ष 2022-23 प्रथम तिमाही के परिणामों को आपके प्रति आकर्षित करना चाहूंगा। आपकी कंपनी ने इस तिमाही में ₹112.33 करोड़ का कारोबार किया, जो गत वर्ष 86.39 करोड़ था। कंपनी ने पहली तिमाही में कंपनी 2022 की पहली तिमाही में ₹2.74 करोड़ का शुद्ध लाभ अर्जित किया। उम्मीद है की आने वाली तिमाही ओ में कंपनी की गति बरकरार रहेगी।

मैं इस अवसर पर कंपनी के प्रबंधन के लिए मूल्यवान मार्गदर्शन सलाह के लिए बोर्ड में अपने सहयोगियों के प्रति अपनी कृतज्ञता व्यक्त करता हूँ आपकी कंपनी के बोर्डकी ओर से इस अवसर पर हमारे सभी बैंकरों, वित्तीय संस्थानों केंद्र और राज्य सरकार वित्त धारकों को उनके सहयोग और समर्थन के लिए विशेष रूप से इस बहुत कठिन और चुनौतीपूर्ण समय के लिए अपने हार्दिक धन्यवाद और आभार व्यक्त करता को हमारे कर्मचारी जो इस ये सब परिवार के हिस्सा हैं हमारी सफलता का है हमारे के प्रति हमारी प्रतियोगिता मैं आपके निरंतर समर्थन के लिए तब तक उसके साथ अब मैं आगे की कार्यवाही के लिये कंपनी सेक्रेटरी से अनुरोध करता हु की आगे बढ के कार्रवाई करें। धन्यवाद।

CS

Thank you so much sir. we have also received the request from 2 members of the Company for registration as a speaker shareholder at the AGM today. They have been given a separate link to log in and shall be allowed to speak at the AGM when their name is called upon. We request to limit your stage for 3 to 5 minutes.

The Managing director would be responding to such queries either at the end of the AGM or subsequently through my email.

If any member faces any technical issues, kindly contact the helpline number of NSDL as provided in the AGM.

Now I would like to highlight to the speaker that when I take your name, your Mic will be opened by the moderator of this meeting. You will have to also unmute mic at your end and express your views or ask questions.

Now I invite Mr. Naveen Sharma, who has registered himself as a speaker, to express her views and ask questions. Mr. Naveen Sharma.

Mr. Naveen

Am I audible? Yes Sir, you are audible.

Yeah. Thank you So much and you have already replied to my questions, so thank you for taking up the question and allowing me to speak here.

So I have received all my answers. Thank you so much.

CS

OK. Fine, sir.

Thank you. Now invite Mr. Abhishek J, who have registered himself as a speaker, to express her his views and ask questions. Mr. Abhishek J.

Mr. Abhishek

Hello. Moderator can you enable the camera ? The camera is not enabled? Moderator can you enable the camera? Camera is not enabled, Sir. Please carry on. Go with you query. You are audible.

It is audible but why in video conferencing know since it is a virtual meeting why camera is not enabled. I just want to know sir. It is will be enabled from the end of the moderator enable the camera. It will be very good, Sir. OK. Anyhow, I'll go ahead with.

Sir my name is Abhishek shareholder of the company. My DP id is IN301637 client id is 41359155.

Sir first of all now I got it sir.

First of all, I congratulate the management on the eve of Annual General Body meeting sir, Trust all is Well, with you and your Family this challenging situation our company deserves much more respect than the current market. We have proper completing more than a decade of successful operations, profitable team and becoming one of the strongest brand in their respective segment.

I would like to know how our Business has been impacted in these past 3 years of these covid times, coronavirus and the subsequent lockdowns have left Virtually no industry untouched after the covid. So whether any employees we have sacked, higher salary cut, percentage I would like to know sir. And most of my concerns I sent you email itself.

So I shall not repeat the same questions again, in order to restrict time and this virtual platform and sir I've done all the e-voting in my Family also in favor of the Board sir and we can see that the company as entered, Dividend , the company has declared a dividend for minority shareholders. We are really glad the company has declared dividend investor fraternity.

Sir, I would request the management to kindly take part in con call, quarterly presentations and meeting with global Investors on regular basis.

Sir in the instead of link being provided the company secretary is provided us the procedure to how to join directly from NSDL by logging in using OTP, user ID, all these things. Instead, why not to the registered speakers you can provide us a Direct link it will be really helpful for the investor Fraternity to joins that because it was really challenging, because there's a lot of traffic because you're connected a meeting on the end of September, there's lot of traffic at the website and more than 152 AGMs have been connected in a single day.

So it's practically difficult for us to join this meeting. So I would request your concerns to kindly share and direct link in the coming future so that we have not traveled all the way through CDSL and join the company. Sir there should be a direct relationship between the company and the speaker shareholders and nothing much to ask sir.

That is the CDSL platform when I was trying to join this virtual platform, the virtual meeting. I was successfully joined this meeting, but I can find you are supposed to update the inspection of documents

like registered Members, register of KMP, register contracts with many in the CDSL platform where shareholders can very well inspect these documents online as many not reach out to you at later stage seeking for all these documents and instead it probably verified online itself, but unfortunately it is not updated. So I would request your team to kindly update the same for the inspection of members so that the Members may not reach out to you.

So nothing much to ask sir. I wish the company, I thank the company secretary and their entire team for helping us joining this virtual conference and making the Annual General Board meeting a grand success. I would request the management to kindly arrange for a factory visit for the investor fraternity sir as and when possible. Kindly let us know we get very well dropped out in Bhilwara, then we can have, factory visit sir. So please look into and arrange it.

I wish the company and the Board of directors like great success and prosperity in the coming future and thank you for giving the opportunity, Sir, hope to see you in the physical AGM next year. Namaste.

MD

Aanchal his audio wasn't very clear from what I understand he had made a few of the vision and few questions that he had have been answered by email. So from what I understand there is nothing that has to be answered at this point of time. Right. Yes sir.

NO I have not repeated the same question. Not repeated that you have told you direct link you can send I told you and I asked for factory visit. Other questions would you have replied to email? I have not repeated in this virtual platform.

You have got the reply by email. Yeah, I am not denying that, it just replied. I do agree that. I do agree.

Regarding your factory visit we will consider the same and pick it up if it is possible. OK, OK.

Another inspection of documents also please check Sir, I'm well wishers that I don't have any problem, I don't have to inspect everything online like that.

But it is you my practice which other companies are following and when our company does not do so that it looks unique and sometimes it may create some problem for the company.

So that's the reason I was just initiating you that if you can update it would be helpful for the investor fraternity. Nothing else, Sir. Thank you, Sir.

Thank you. Thank you. Thank you.

CS

No sir. We can proceed with the resolutions now.

Chairman

So thank you all for attending the Participate in the AGM we have now 12 regulations for approval in this annual general meeting.

Item number 1 :

Ordinary business : To receive, consider and adopt the audited financial for the financial year ended 31st March and the report of the directors and auditors thereon.

The resolution placed before the meeting with passed as an Ordinary Resolution.

Item number 2

To declare final Dividend on equity shares for the financial year 2021-22.

The resolution placed before the meeting, passed as an Ordinary resolution.

Item number 3 : Ordinary Business

To appoint a director in place of Sri Arvind Kumar Churiwal, Whole time director who retires by rotation and being eligible offer himself re-appointment.

The resolution placed before the meeting to be passed as ordinary resolution.

Item number 4 Ordinary Business

To appoint a director in place of Sri Ravi Jhunjunwala DIN 00060972 directors retires by rotation and being eligible offer himself re-appointment.

The resolution placed before the meeting to be passed as an ordinary resolution.

Item Number 5 Ordinary Business

To appoint Statutory Auditors for the second term of five years.

The resolution is placed before the meeting to be passed as an ordinary resolution.

Item number 6

To ratify the payment of Remuneration to the Cost Auditors for the Financial Year 2022-23.

The resolution placed before the meeting may passed as an ordinary resolution.

Item number 7 Special Business

To approve Material Related party transactions.

The resolution placed before the meeting to be passed as an ordinary resolution.

Item number 8 Special Business

To enhance the power to borrow funds up to 500 Crores pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013.

The resolution is placed before the meeting to be passed as special resolution.

Item number 9 Special Business

To approve the power to create mortgage/ charge on the assets of the company to secure borrowings up to 500 Crores pursuant to section 180(1)(a) of the Companies Act, 2013.

The resolution is placed before the meeting to be passed as a Special resolution.

Now, at this stage I withdraw myself and I would request Sri Amarnath Choudhary to chair the meeting for Item number 10 and 11 of the agenda.

Mr. Choudhary

Choudhary Ji unmute yourself.

Item number 10 is Special business

To revise the Remuneration of Shri Arun Kumar Churiwal, Whole time Director designated as Chairman of Company.

The resolution is placed before the meeting to be passed as a Special resolution.

Item number 11 is Special business

To revise the Remuneration of Shri Nivedan Churiwal, Managing Director of the Company.

The resolution placed before the meeting to be passed as a Special resolution.

Chairman

Item number 12 Special Business

To revise the Remuneration of Shri Praveen Kumar Jain, Whole Time Director designated as Director Operations of the Company.

The resolution is placed before the meeting to be passed as a Special resolution. Thank you. Aanchal.

CS

Thank you sir. Members who are not cast their votes through remote e-voting or e-voting during the proceedings of the AGM, are requested to kindly vote on the proposed resolutions. The resolution number one to 12 of the notice of AGM.

The e-voting module in the AGM is already active. The icon for e-voting is available on this screen which will redirect you to separate window to the e-voting portal of NSDL. The e-voting facility is active and will be closed along with the closure of the meeting.

On the basis set out in the notice of this meeting has been concluded under time period of 15 minutes would be available for voting at the meeting after which the meeting will be stand closed. So thank you all of you for participating in this AGM.

Thank you.

Thank you, everyone. Thank you.

Thank you very much.

Thank you, Sir.