

NAME	PLACE	DATE
Financial Express	Delhi	02.09.2023



## BSL LIMITED

CIN : L24302RJ1970PLC002266

**Regd. Office:** 26, Industrial Area, Gandhi Nagar, Bhilwara - 311 001 (Rajasthan)

Tel.: +91-1482-249101-102, 2450000;

E-mail: [accounts@bslsuitings.com](mailto:accounts@bslsuitings.com); Website : [www.bslltd.com](http://www.bslltd.com)

### NOTICE OF THE 52<sup>ND</sup> ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

In continuation of our newspaper advertisement dated 26<sup>th</sup> August, 2023, NOTICE is hereby given that the **52<sup>nd</sup> Annual General Meeting ("AGM") of BSL Ltd ("the Company") will be held on Thursday, the 28<sup>th</sup> day of September, 2023 at 04:00 P.M.** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the Ordinary and Special Businesses as set out in the Notice of the 52<sup>nd</sup> AGM without the physical presence of the members at the venue. The deemed venue for the AGM shall be the Registered Office of the Company at 26, Industrial Area, Gandhi Nagar, Bhilwara-311001, Rajasthan.

The Ministry of Corporate Affairs ("MCA") has vide its circular No. 10/2022 dated December 28, 2022 in furtherance of its earlier circulars (Circular No. 14/2020, 17/2020 and 20/2020 dated April 8<sup>th</sup>, 2020, April 13<sup>th</sup>, 2020, May 5<sup>th</sup>, 2020 respectively and subsequent circulars 02/2021, 21/2021 and 02/2022 dated January 13<sup>th</sup>, 2021, December 14<sup>th</sup>, 2021 and May 5<sup>th</sup>, 2022 as also the various circulars issued by Securities Exchange Board of India (SEBI) vide its Circular dated 5<sup>th</sup> January, 2023, (read together with Circulars dated 13<sup>th</sup> May, 2022, dated 15<sup>th</sup> January, 2021 and dated 12<sup>th</sup> May, 2020) (collectively referred as "Applicable Circulars") permitted the holding of AGM by the Companies through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without the physical presence of the members at the AGM venue. In compliance with these Applicable Circulars, the 52<sup>nd</sup> AGM of the Company shall be conducted through VC/OAVM without the physical presence of the members at the AGM venue. Hence, Members can attend and participate in the AGM through VC/OAVM only. The instructions for joining the AGM will be provided in the Notice of AGM.

In compliance with the Applicable Circulars, the Notice of the 52<sup>nd</sup> AGM and the Annual Report of the Company including audited financial statements for the financial year 2022-23 along with Director's Report, Auditor's Report and other documents required to be attached thereto, have been sent on **1<sup>st</sup> September, 2023** through electronic mode to the members of the Company whose email addresses are registered with the Company /Depository Participant(s). The requirements of sending physical copies of the Notice of 52<sup>nd</sup> AGM and Annual Report to the Members have been dispensed vide Applicable Circulars.

The Notice of the 52<sup>nd</sup> AGM and the Annual Report of the Company are also available on the website of the Company at [www.bslltd.com](http://www.bslltd.com), on the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and also on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

#### Instructions for remote e-voting and e-voting during the AGM:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and the Applicable Circulars, the Company is providing facility of remote e-voting/as well as e-voting during the AGM to its Members to cast their votes electronically in respect of the business to be transacted at the AGM as set forth in the Notice of 52<sup>nd</sup> AGM provided by National Securities Depository Limited (NSDL) as the authorized agency.

The manner of e-voting for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses have been provided in the Notice of AGM. Login details for e-voting have been made available to the members on their registered email address.

The Register of Members and Share Transfer Books of the Company shall remain closed from **Friday, the 22<sup>nd</sup> September, 2023 to Thursday, the 28<sup>th</sup> September, 2023 (both days inclusive)** for annual closing and for determining the entitlement of the shareholders to the dividend for the financial year 2022-23 as recommended by the Board of Directors of the Company, if declared by the members at the AGM.

Members holding shares either in physical form or in dematerialized form, as on the **cut-off date of 21<sup>st</sup> September, 2023**, may cast their vote electronically. A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on the **cut-off date i.e. 21<sup>st</sup> September, 2023** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

The remote e-voting period commences on **Sunday, the 24<sup>th</sup> September, 2023 (9:00 A.M. IST) and ends on Wednesday, the 27<sup>th</sup> September, 2023 (5:00 P.M. IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The remote e-voting shall not be allowed beyond the said date and time.

The Members, whose names appear in the Register of Members/list of Beneficial Owners as on **Thursday, 21<sup>st</sup> September, 2023**, i.e. the date prior to the commencement of book closure, will be paid the Dividend of Rs. 1.5/- (15%) per Equity Share of the face value of Rs. 10/- each for the financial year 2022-23, as recommended by the Board, if declared at the 52<sup>nd</sup> AGM of the Company, within 30 days from the date of AGM.

The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut-off date i.e. Thursday, 21<sup>st</sup> September, 2023**. A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting/ e-voting at the AGM and a person who is not a member as on the cut-off date should treat the notice of the AGM for information purpose only.

In case a person has become the Member of the Company after the dispatch of Notice but on or before **the cut-off date i.e. Thursday, 21<sup>st</sup> September, 2023**, he/she may obtain login id and password by sending a request over at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning demat account number/folio number, PAN, name and registered address. Such Members may cast their votes using the e-voting instructions, in the manner specified by the Company in the Notice of 52<sup>nd</sup> AGM. However, members who are already registered with NSDL for e-voting can use their existing User id and Password for casting their vote through remote e-voting/ e-voting at the AGM.

The facility of e-voting shall be made available at the AGM and members attending the AGM, who have not already cast their vote, may cast their vote electronically on business(es) set forth in Notice of 52<sup>nd</sup> AGM. The members who have cast their vote by remote e-voting may attend the AGM but shall not be entitled to cast their vote(s) again at the AGM.

Members, whose email address and banks details are not registered with the Company or with their respective Depository Participant/s, are requested to get their email address and bank details registered by following the steps as given below:

<b>In case of Physical shareholding</b>	<p>Send a duly signed request letter in <b>Form ISR-1</b> along with supporting documents to the RTA of the Company i.e. <b>MCS Share Transfer Agent Limited (Unit : BSL LTD)</b>, F-65, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 or scanned copy on email at <a href="mailto:helpdeskdelhi@mcsregistrars.com">helpdeskdelhi@mcsregistrars.com</a> and provide the following details/documents for registering email address:</p> <p><b>a)</b> Folio No., <b>b)</b> Name of shareholder, <b>c)</b> Email ID, <b>d)</b> Copy of PAN card (self-attested), <b>e)</b> Copy of Aadhar (self-attested) <b>f)</b> Copy of share certificate (front and back).</p> <p>Following additional details/documents need to be provided in case of updating Bank Account details:</p> <p><b>a)</b> Name and Branch of the Bank in which you wish to receive the dividend, <b>b)</b> the Bank Account type, <b>c)</b> Bank Account Number, <b>d)</b> MICR Code Number, <b>e)</b> IFSC Code, and <b>f)</b> Copy of the cancelled cheque bearing the name of the first shareholder.</p>
<b>In case of Demat shareholding</b>	<p>Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP</p>

The Board of Directors of the Company has appointed CS Manoj Maheshwari, Practicing Company Secretary (Membership No. FCS 3355), as Scrutinizer to scrutinize the e-voting procedure in a fair and transparent manner.

The results shall be declared not later than forty-eight hours from conclusion of the meeting by posting the same on the website of the Company at [www.bslltd.com](http://www.bslltd.com), website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and by filing with the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com).

Members may note that the Income Tax Act, 1961 ("**IT Act, 1961**"), as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1<sup>st</sup> April, 2020 shall be taxable in the hands of the Shareholders. The Company shall, therefore, be required to deduct Tax at Source (TDS) at the time of making payment of Dividend, if declared by the Shareholders at the AGM. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 **on or before 11<sup>th</sup> September, 2023**.

**The shareholders are therefore requested to furnish the necessary documents/declarations to the Company at [bslagm@bslsuitings.com](mailto:bslagm@bslsuitings.com)/Company's RTA i.e. M/s. MCS Share Transfer Agent Limited to enable the Company in applying the appropriate TDS on Dividend payment.**

A separate email communication informing the shareholders regarding this change in the IT Act, 1961 as well as the relevant procedure to be adopted for submission of necessary declarations / documents by them to avail the applicable tax rate has been sent by the Company to the all shareholders on 24<sup>th</sup> July, 2023 and copy of the said communication is also available on the website of the Company [www.bslltd.com](http://www.bslltd.com).

In case of any queries/grievances, Members may refer to the "Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022-4866 7000 and 022-2499 7000 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). In case of any grievance connected with facility of remote e-voting or e-voting, please contact to Ms. Pallavi Mhatre, Manager, NSDL at the designated email ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**By order of the Board**

**Sd/-**

**Shubham Jain**

**Company Secretary**

**ACS-49973**

**Place: Bhilwara**

**Date: 1<sup>st</sup> September, 2023**