

BOHRA INDUSTRIES LIMITED

301, Anand Plaza, Univercity Road, Udaipur (Rajasthan)-313001
CIN: L24117RJ1996PLC012912 website: www.bohraindustries.com
email : bil@bohraindustries.com phone no: +91-294-2429513

NOTICE OF ANNUAL GENERAL MEETING

Bohra Industries Limited is under Corporate Insolvency Resolution Process (CIRP) of the Insolvency and Bankruptcy Code 2016 (IBC) in terms of Order passed by the Hon'ble National Company Law Tribunal (NCLT), Jaipur Bench with effect from 7th August, 2019. Its affairs, business and assets are managed by the Resolution Professional Mr. Naresh Verma.

In view of same, the Annual General Meeting is being convened by the Resolution Professional.

Under Section 17 of the IBC 2016 the powers of the Board are suspended and the same are vested in the Resolution Professional, Mr. Naresh Verma.

Notice is hereby given that the Twenty Fifth (25th) Annual General Meeting of BOHRA INDUSTRIES LIMITED will be held on Thursday, 30th September, 2021 at 03:30 P.M. (IST) through Video Conference (VC) or Other Audio Visual Means (OAVM), to transact the following business(es) :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on 31st March 2021 and the report of the Directors & Auditors thereon.
2. To appoint Director in place of Mr. Sunil Bhandari, (DIN: 01028404) who retires by rotation at this Annual General Meeting and being eligible, offer himself for re-appointment.

SPECIAL BUSINESS :**3. Ratification of 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 the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to cost auditor appointed to conduct the audit of the cost records of the Company for the financial year 2020-21, amounting to Rs. 20,000/- (Rupees Twenty Thousand Only) in connection with the aforesaid audit be and is hereby confirmed."

**For BOHRA INDUSTRIES LIMITED
(Company under Corporate Insolvency Resolution Process)**

Sd/-
Naresh Verma
IP Regn No.: IBBI/IPA-002/IP-N00054/2017-18/10106
Resolution Professional

Date: 06th September, 2021
Place: Delhi

NOTES: -

1. In view of the continuing restrictions on the movement of persons at several places in the country due to COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated January 13, 2021 (hereinafter collectively referred to as 'MCA circulars') read with various circulars issued by Securities and Exchange Board of India (SEBI) allowed the companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2021. Accordingly the Company would be conducting this meeting through VC.
2. The Statement pursuant to Section 102(1) and (2) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed. Information regarding appointment/re-appointment of Director(s) and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II is annexed hereto.
3. This is to inform that as physical presence of Members has been dispensed with for attending the Meeting through VC/OAVM Facility, therefore there is no requirement of appointment of proxies. Accordingly the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 25th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend this AGM through VC/ OAVM Facility.
4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csaudr19@gmail.com; with copies marked to the Company at investors@bohraindustries.com.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
7. In line with the Circulars, the Notice of AGM along with Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2020-21 has been uploaded on the website of the Company at www.bohraindustries.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
 - (a) In case shares are held in demat mode, please requested to update their e-mail addresses with their depository participants / the Company's Registrar and Share Transfer Agent, to enable servicing of notices / documents / annual Reports electronically to their e-mail address
 - (b) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
8. It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants, by following the due procedure.
9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at investors@bohraindustries.com on or before September 20, 2021 so as to enable the management to keep the information ready. Though, the Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

10. Members holding the shares in dematerialized form are requested to notify immediately, the information regarding change of address and bank particulars to their respective Depository Participant.
11. All documents referred to in the accompanying Notice and Explanatory Statements and all other documents referred to in the Notice will be available for inspection in electronic mode.
12. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2021 to 30th September, 2021 (Both day inclusive) for the purpose of Annual General Meeting.
13. Voting at during the meeting on poll shall be facilitated through e-mail in pursuance of the relevant MCA Circulars and the members present in the meeting shall convey their vote via E-mail on designated Email address i.e. investors@bohraindustries.com, if poll is required to be taken during the meeting on any resolution from their registered E-mail address. However, if poll is not demanded on any matter, the resolutions shall be passed through show of hands for which the service provider for VC shall provide necessary provision in the system. The RP shall act as the Chairman of the meeting and in case for any reason he is not present the members present can elect the Chairman as per provisions of Section 104 and the relevant MCA Circulars.

INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH VC/OAVM

- 1) Member will be provided with a facility to attend the AGM through VC/OAVM. The link for VC/OAVM will be provided by Bigshare Services Pvt. Ltd. to members on their registered E-mail address.
- 2) Members are encouraged to join the Meeting through Laptops for better experience.
- 3) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches and for any technical assistance members may write an email at joyv@bigshareonline.com, or contact on +91 7045571837 .
- 5) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at investors@bohraindustries.com. The same will be replied by the company suitably.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 WITH REFERENCE TO THE SPECIAL BUSINESS SPECIFIED IN THE NOTICE CONVENING THE TWENTY FIFTH ANNUAL GENERAL MEETING OF THE COMPANY:

Item no. 3

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ended March 31, 2021.

None of the Directors 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.

**For BOHRA INDUSTRIES LIMITED
(Company under Corporate Insolvency Resolution Process)**

**Sd/-
Naresh Verma
IP Regn No.: IBBI/IPA-002/IP-N00054/2017-18/10106
Resolution Professional**

Date: 6th September, 2021
Place: Delhi