

NOTICE

Notice is hereby given that the 44th Annual General Meeting (AGM) of the Members of the Company will be held on Saturday, the 31st day of October, 2020 at 3.00 P.M. through Video-Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), to transact the following business: -

ORDINARY BUSINESS

- 1) (a) To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended 31st March, 2020 together with the Reports of the Auditors and Board of Directors thereon.)
(b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020, together with the Report of the Auditors thereon.
- 2) To appoint a Director in place of Sh. Rajinder Mittal (DIN: 00033082), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.
- 3) To appoint a Director in place of Sh. Sat Narain Goyal (DIN:00050643), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.

SPECIAL BUSINESS

- 4) **To approve the Appointment of Mr. Kushal Mittal (DIN:07276145) as Director of the Company.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160,161 and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory amendments, modifications, re-enactment thereof for the time being in force) , and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Kushal Mittal (DIN: 07276145), who was appointed as Additional Director pursuant to provisions of the Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company w.e.f. 01st April, 2020 and who holds office as such upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and whose appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

5) **Appointment of Mr. Kushal Mittal (DIN:07276145), as Joint Managing Director of the Company**

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents and provisions as are required to be complied with, and pursuant to the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the appointment of Mr. Kushal Mittal (DIN:07276145) as Joint Managing Director of the Company, for a period of 3 (three) years with effect from 03rd August, 2020, on following terms and conditions including remuneration subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

i	PERIOD OF APPOINTMENT	Three years w.e.f. 03 rd August, 2020
ii	DESIGNATION / POSITION	Joint Mg. Director
iii	CONSOLIDATED SALARY	Rs. Four Lakhs only per month.
iv	PERQUISITES	Additionally allowable perquisites as specified in Section IV of Part II of Schedule V to the Companies Act, 2013 shall be such as in accordance with the rules of Company or as may be fixed and decided by the Board of Directors from time to time.
v	MINIMUM REMUNERATION	In the event of loss or inadequacy of profits, the remuneration as above shall be paid as minimum remuneration.
vi	OVERALL CEILING	In any event, the Remuneration shall not exceed limits specified under paragraphs (A) of Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration
vii	POWER TO VARY	After the approval of the shareholders to the same, the Board shall have the powers to vary or enhance the remuneration from time to time at its discretion on the recommendations of Nomination & Remuneration Committee within the overall limits specified in subject to the limits specified under paragraphs (A) of Section II of Part II of Schedule V to the Companies Act, 2013 as amended from time to time, without referring the same again to General Meeting.
viii	OTHER TERMS OF APPOINTMENT	<ol style="list-style-type: none"> 1. He shall report to the Board of Directors of the Company who shall empower him with such requisite powers (with authority to revoke and/or amend such powers) to enable him to discharge his duties with full responsibility or the area of operations under his control. 2. He shall work under the superintendence, control and direction of the Board of Directors of the Company. 3. The Joint Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors. 4. The Joint Managing Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel. 5. He shall be liable to retire by rotation in accordance with the provisions of Companies Act, 2013 and/or Articles of Association of the Company. 6. He shall not be entitled to any sitting fee for Meetings of the Boards or Committees thereof. 7. In case Joint Managing Director draws remuneration as a managerial person from another Company, the total

		<p>remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies.</p> <p>8. Joint MD shall be subject to all other service conditions and employee benefit schemes, as applicable to any other employee of the Company.</p> <p>9. The appointment may be terminated by either party by giving three months' notice of such termination or the Company paying three months' remuneration in lieu of such notice.</p> <p>10. The Appointee is appointed as Director by virtue of their employment in the Company and their appointment shall be subject to the provisions of Section 167 of the Act.</p> <p>11. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Appointee unless specifically provided otherwise.</p> <p>12. All other general terms of employment and other existing terms and conditions of employment not covered elsewhere shall remain unchanged.</p> <p>13. All other terms and general conditions of appointment as applicable to key employees of the Company and Key Managerial Personnel of the Company shall apply to him.</p>
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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary, in accordance with the terms and conditions stated above, the scope of remuneration of Mr. Kushal Mittal, Joint Managing Director, including monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered necessary, subject to the overall limits as specified by the Companies Act, 2013.”

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Kushal Mittal as Joint Managing Director, the Company shall pay to Mr. Kushal Mittal, the above remuneration as minimum remuneration but not exceeding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6) Revision in Remuneration payable to Mr. Rajinder Mittal (DIN: 00033082), as Managing Director of the Company

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents and provisions as are required to be complied with, and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, consents, sanctions as may be required under the Act or otherwise, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded to the increase in consolidated salary of Mr. Rajinder Mittal, Mg. Director (DIN: 00033082) from Rs. Two Lakh Fifty Thousand only per month to

Rs. Five Lakhs per month w.e.f. 03rd August, 2020 upto end of remaining period of his current tenure i.e. upto 12th August, 2021.

RESOLVED FURTHER THAT Additionally allowable perquisites as specified in Section IV of Part II of Schedule V to the Companies Act, 2013 shall be such as in accordance with the rules of Company or as may be fixed and decided by the Board of Directors from time to time.

RESOLVED FURTHER THAT In the event of loss or inadequacy of profits, the remuneration as above shall be paid as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary, in accordance with the terms and conditions stated above, the scope of remuneration of Mr. Rajinder Mittal , Managing Director, including monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered necessary, subject to the overall limits as specified by the Companies Act, 2013.”

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Rajinder Mittal as Managing Director, the Company shall pay to Mr. Rajinder Mittal, the above remuneration as minimum remuneration but not exceeding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.”

RESOLVED FURTHER THAT all other terms and conditions relating to his appointment in the current tenure shall remain unchanged and all other terms and general conditions of appointment as applicable to key employees of the Company and Key Managerial Personnel of the Company shall apply to him.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7) Re-appointment of Mr. Rajinder Mittal (DIN:00033082), as Managing Director of the Company

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents and provisions as are required to be complied with, and pursuant to the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Rajinder Mittal (DIN:00033082) as Managing Director of the Company, for a period of 3 (three) years with effect from 13th August, 2021, on following terms and conditions including remuneration subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

i	PERIOD OF APPOINTMENT	Three years w.e.f. 13 th August, 2021
ii	DESIGNATION / POSITION	Mg. Director
iii	CONSOLIDATED SALARY	Rs. Five Lakhs only per month.

iv	PERQUISITES	Additionally allowable perquisites as specified in Section IV of Part II of Schedule V to the Companies Act, 2013 shall be such as in accordance with the rules of Company or as may be fixed and decided by the Board of Directors from time to time.
v	MINIMUM REMUNERATION	In the event of loss or inadequacy of profits, the remuneration as above shall be paid as minimum remuneration.
vi	OVERALL CEILING	In any event, the Remuneration shall not exceed limits specified under paragraphs (A) of Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration
vii	POWER TO VARY	After the approval of the shareholders to the same, the Board shall have the powers to vary or enhance the remuneration from time to time at its discretion on the recommendations of Nomination & Remuneration Committee within the overall limits specified in subject to the limits specified under paragraphs (A) of Section II of Part II of Schedule V to the Companies Act, 2013 as amended from time to time, without referring the same again to General Meeting.
viii	OTHER TERMS OF APPOINTMENT	<ol style="list-style-type: none"> 1. He shall report to the Board of Directors of the Company who shall empower him with such requisite powers (with authority to revoke and/or amend such powers) to enable him to discharge his duties with full responsibility or the area of operations under his control. 2. He shall work under the superintendence, control and direction of the Board of Directors of the Company. 3. The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors. 4. The Managing Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel. 5. He shall be liable to retire by rotation in accordance with the provisions of Companies Act, 2013 and/or Articles of Association of the Company. 6. He shall not be entitled to any sitting fee for Meetings of the Boards or Committees thereof. 7. In case Managing Director draws remuneration as a managerial person from another Company, the total remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies. 8. MD shall be subject to all other service conditions and employee benefit schemes, as applicable to any other employee of the Company. 9. The appointment may be terminated by either party by giving three months' notice of such termination or the Company paying three months' remuneration in lieu of such notice. 10. The Appointee is appointed as Director by virtue of their employment in the Company and their appointment shall be subject to the provisions of Section 167 of the Act. 11. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Appointee unless specifically provided otherwise. 12. All other general terms of employment and other existing terms and conditions of employment not covered elsewhere shall remain unchanged. 13. All other terms and general conditions of appointment as applicable to key employees of the Company and Key Managerial Personnel of the Company shall apply to him.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary, in accordance with the terms and conditions stated above, the scope of remuneration of Mr. Rajinder Mittal, Managing Director, including monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered necessary, subject to the overall limits as specified by the Companies Act, 2013.”

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Rajinder Mittal as Managing Director, the Company shall pay to Mr. Rajinder Mittal, the above remuneration as minimum remuneration but not exceeding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

8) Re-appointment of Mr. Sat Narain Goyal (DIN: 00050643), as Whole Time Director of the Company

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents and provisions as are required to be complied with, and pursuant to the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Sat Narain Goyal (DIN: 00050643) as Whole Time Director of the Company, for a period of 3 (three) years with effect from 13th August, 2021, on following terms and conditions including remuneration subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

i	PERIOD OF APPOINTMENT	Three years w.e.f. 13 th August, 2021
ii	DESIGNATION / POSITION	Whole Time Director
iii	CONSOLIDATED SALARY	Rs. Fifty Thousand only per month.
iv	PERQUISITES	Additionally allowable perquisites as specified in Section IV of Part II of Schedule V to the Companies Act, 2013 shall be such as in accordance with the rules of Company or as may be fixed and decided by the Board of Directors from time to time.
v	MINIMUM REMUNERATION	In the event of loss or inadequacy of profits, the remuneration as above shall be paid as minimum remuneration.
vi	OVERALL CEILING	In any event, the Remuneration shall not exceed limits specified under paragraphs (A) of Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration
vii	POWER TO VARY	After the approval of the shareholders to the same, the Board shall have the powers to vary or enhance the remuneration from time to time at its discretion on the recommendations of Nomination & Remuneration Committee within the overall limits specified in subject to the limits specified under paragraphs (A) of Section II of Part II of Schedule V to the Companies Act, 2013 as amended from time to time, without referring the same again to General Meeting.

viii	OTHER TERMS OF APPOINTMENT	<ol style="list-style-type: none"> 1. He shall report to the Board of Directors of the Company who shall empower him with such requisite powers (with authority to revoke and/or amend such powers) to enable him to discharge his duties with full responsibility or the area of operations under his control. 2. He shall work under the superintendence, control and direction of the Board of Directors of the Company. 3. The Whole Time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors. 4. The Whole Time Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel. 5. He shall be liable to retire by rotation in accordance with the provisions of Companies Act, 2013 and/or Articles of Association of the Company. 6. He shall not be entitled to any sitting fee for Meetings of the Boards or Committees thereof. 7. Whole Time Director shall be subject to all other service conditions and employee benefit schemes, as applicable to any other employee of the Company. 8. The appointment may be terminated by either party by giving three months' notice of such termination or the Company paying three months' remuneration in lieu of such notice. 9. The Appointee is appointed as Director by virtue of their employment in the Company and their appointment shall be subject to the provisions of Section 167 of the Act. 10. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Appointee unless specifically provided otherwise. 11. All other general terms of employment and other existing terms and conditions of employment not covered elsewhere shall remain unchanged. 12. All other terms and general conditions of appointment as applicable to key employees of the Company and Key Managerial Personnel of the Company shall apply to him.
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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary, in accordance with the terms and conditions stated above, the scope of remuneration of Mr. Sat Narain Goyal, Whole Time Director, including monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered necessary, subject to the overall limits as specified by the Companies Act, 2013.”

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Sat Narain Goyal as Whole Time Director, the Company shall pay to Mr. Sat Narain Goyal, the above remuneration as minimum remuneration but not exceeding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

9) Acceptance/Renewal of Deposits

To consider and if thought fit, to pass the following Resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 73 and Section 76 of the Companies Act, 2013 read with the provisions of the Companies (Acceptance of Deposits) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) thereof for the time being in force), and subject to such

conditions, approvals and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to invite/ accept/ renew/receive money by way of secured or unsecured deposits from the Members of the Company and/ or from public in any form or manner, from time to time, through circular, advertisement or any other permissible mode, up to the permissible limits prescribed under the applicable provisions of law and on such terms and conditions as the Board of Directors in its sole discretion deems fit and necessary”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

10) Ratification and approval of remuneration payable to Cost Auditors:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to provisions of the Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, further read with Companies (Cost Records and Audit) Amendment Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration payable to M/s. Khushwinder Kumar and Co., Cost Accountants (Firm Reg. No. 100123) appointed by Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2020-21, amounting to Rs. 50,000/- (Rupees Fifty Thousand only) p.a. plus taxes as applicable and reimbursement of out of pocket expenses as incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”

Regd. Office :
Hazi Rattan Link Road, Post Box no. 71,
Bathinda-151001
Ph. : 0164-2240163, 2240443, 2211628
Fax: 0164-5003638
Website: www.bcl.ind.in, Email: info@bcl.ind.in
CIN: L24231PB1976PLC003624
Place: Bathinda (PB.)
Date: 14th September, 2020

**By the Order of Board of Directors
For BCL Industries Limited**

**Sd/-
Rajinder Mittal
Managing Director
DIN:00033082**

NOTES:

1. The Company believes that Annual General Meeting (“AGM”) is a forum which provides the shareholders an opportunity to interact with the Board of Directors and its Senior Management team. However, in view of the ongoing Covid-19 pandemic and pursuant to the Circular No. 20/2020 dated May 5, 2020 read with Circular No. 14/ 2020 dated April 8, 2020 and Circular No. 17/ 2020 dated April 13, 2020 (collectively referred to as “MCA Circulars”) issued by the Ministry of Corporate Affairs (‘MCA’) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company has decided to hold its 44th AGM through video conferencing (“VC”) or other audio visual means (“OAVM”) (hereinafter referred to as “electronic means”) i.e. without the physical presence of the Members.
2. The Company had applied to ROC In terms of MCA Circular No. 28/2020 dated 17.08.2020 read with Section 96 of the Companies Act, 2013 for extension of time for holding of 44th Annual General Meeting by time by three months. The Office of the Registrar of Companies, had vide its order dated 02nd September, 2020 granted extension of period by three months for holding of Annual General Meeting of the Company. The ensuing AGM is being held within the time period allowed by Registrar of Companies in accordance with Section 96 of the Companies Act, 2013.
3. In view of the continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and other applicable circulars issued by the MCA & Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio

Visual Means (OAVM) . In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 44th AGM of the Company shall be conducted through VC/ OAVM. . The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith.

4. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), setting out the material facts for each item of special business mentioned in items 4 to 8 of the Notice is annexed hereto. The relevant details, pursuant to Regulation 26 (4) and 36 (3) of the SEBI LODR and Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed herewith.
5. The Register of Members and the Share Transfer Books of the Company will remain closed from Sunday, the 25th day of October, 2020 to Saturday, the 31st day of October, 2020 (both days inclusive).
6. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. **SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE ANNUAL GENERAL MEETING AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THE NOTICE.**
7. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
8. The Company's Registrar and Transfer Agents for its Share Registry work (physical and electronic) are M/S LINK INTIME INDIA PVT LTD., NOBLE HEIGHTS, 1ST FLOOR, PLOT NH 2 C-1 BLOCK LSC, NEAR SAVITRI MARKET, JANAKPURI, NEW DELHI - 110058, EMAIL: DELHI@LINKINTIME.CO.IN, PHONES: 011-41410592-94, FAX: 011- 41410591.
9. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address at sourabhparnami@yahoo.com and to The Company at cs_bcl@mittalgroup.co.in.
10. AGM will be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 5th May, 2020, further read with relevant circulars of SEBI in this regard, as applicable.
11. 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. Members can attend and participate in the Annual General Meeting through VC/OAVM only.
12. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April 2020, the Notice of the AGM along with the Annual Report 2019-20 has been uploaded on the website of the Company at www.bcl.ind.in. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2019-20 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated 12th May, 2020. The Notice is also available on the websites of the Stock Exchange i.e. BSE Limited. and the AGM Notice is also available on the website of Link Intime India Private Limited. For members who have not registered their email ids so far, are requested to register their email ids for receiving all communications including Annual Report, Notices from the Company electronically.
13. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to The Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
14. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's Registrar and Transfer Agents.
15. All the documents referred to in the Notice and Explanatory Statement along with other relevant documents will be made available for inspection by the Members on the website of the Company during the meeting.
16. There are no amounts requiring transfer to Investor Education and Protection Fund during the year 2019-20. In the recent years, the company has declared Dividends only for the years 2013-14, 2014-15, 2016-17 and 2018-19. Dividends that remain unclaimed/ unpaid for a period of seven (7) years from the date on which they

were declared, are required to be transferred to the Investor Education and Protection Fund. Shareholders / Investors who have not encashed their Dividend Warrants if any, for these years, are requested to lodge their claims by quoting their respective Folio No./ DP/Client ID with Company. As per the IEPF Rules, the Company has uploaded the information in respect of unclaimed dividends as on the date of the previous AGM 28.09.2019 on its website at www.bcl.ind.in. The same is also available on the website of IEPF at www.iepf.gov.in.

17. The shareholders holding shares in physical form are requested to register their e-mail address with the Registrar & Share Transfer Agents by sending duly signed request letter quoting their folio no., name and address. In case of shares held in demat form, the shareholders may register their e-mail addresses with their DPs (Depository Participants).
18. The Securities and Exchange Board of India (SEBI) vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/ 2018/73 dated 20th April 2018 has mandated compulsory submission of Permanent Account Number (PAN) and bank details by every participant in the securities market. Members holding shares in the electronic form are, therefore requested to submit their PAN and bank details to their Depository Participant(s) and members holding shares in physical form shall submit the details to Company/RTA.

19. Registration of email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

- (i) Kindly log in to the website of our RTA, Link Intime India Private Limited, www.linkintime.co.in under Investor Services >Email/Bank detail Registration - fill in the details and upload the required documents and submit. **OR**

(ii) ***In the case of Shares held in Demat mode:***

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

20. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorised agency.
21. The remote e-Voting period commences on Wednesday, the 28th day of October, 2020 (9.00 a.m. IST) and ends on Friday, the 30th day of October, 2020 (5.00 p.m. IST). During this period, Members of the Company, holding shares both in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Saturday, the 24th day of October, 2020 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before/ during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company.
22. Mr. Sourabh Parnami, Proprietor of M/s S. Parnami & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting process at the AGM in a fair and transparent manner.
23. The Scrutinizer shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a Director authorised by him in writing, who shall countersign the same. The Chairman or the authorised Director shall declare the result of the voting forthwith.
24. The results declared along with the Scrutinizer's Report shall be displayed at the Registered Office of the Company and uploaded on the Company's website www.bcl.ind.in as well as on the website of LI IPL after the same is declared by the Chairman/authorised person. The Results shall also be simultaneously forwarded to the BSE.
25. In case of joint holders, the Members whose name appear first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

Remote e-Voting Instructions for shareholders:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

▶ Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID: Enter your User ID

- Shareholders/members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/members holding shares in **physical form shall provide** Event No + Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- Shareholders/members holding shares in **CDSL demat account shall provide either ‘C’ or ‘D’, above**
- Shareholders/members holding shares in **NSDL demat account shall provide ‘D’, above**
- Shareholders/members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click “confirm” (Your password is now generated).

NOTE: If Shareholders/members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.
4. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
7. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘No’ and accordingly modify your vote.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

If you have forgotten the password:

- Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.
- In case shareholders/members is having valid email address, Password will be sent to his / her registered e-mail address.

- Shareholders/members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character(@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in the Notice.

During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/members have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

INSTRUCTIONS FOR MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET (VC/OAVM) ARE AS UNDER:

Shareholders/Members are entitled to attend and participate in the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process.

1. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and shall be kept open till the expiry of 15 minutes after the schedule time on first come first basis.
2. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first come first basis.
3. Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting by following the process as under:

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

► Select the **"Company"** and **'Event Date'** and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

► Click **"Go to Meeting"** (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance at email id cs_bcl@mittalgroup.co.in.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

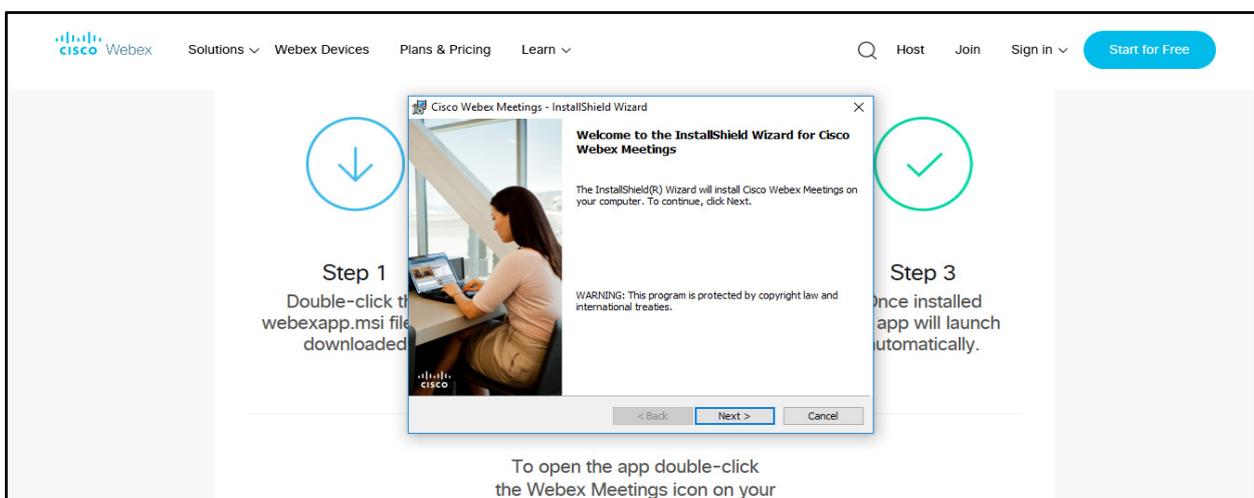
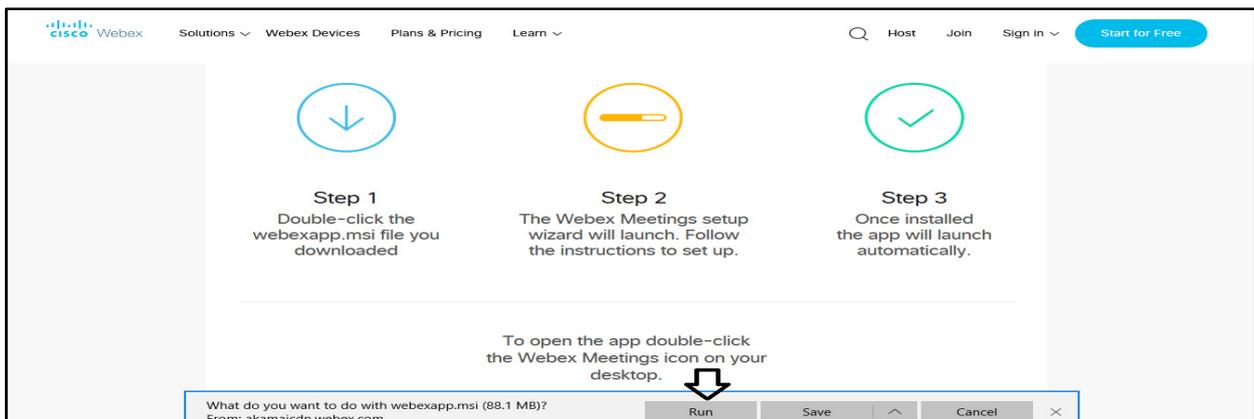
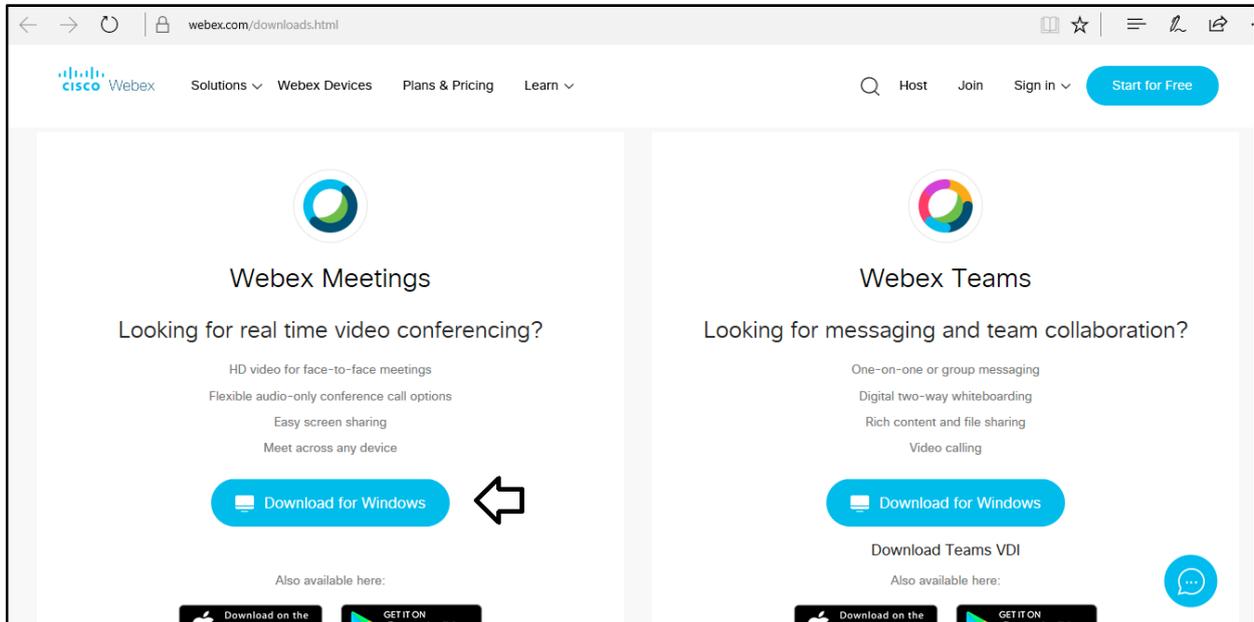
Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

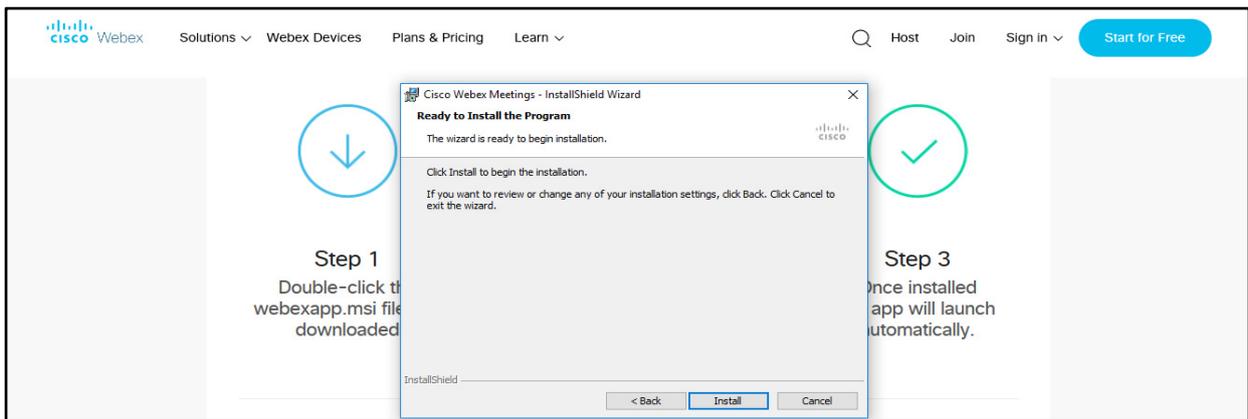
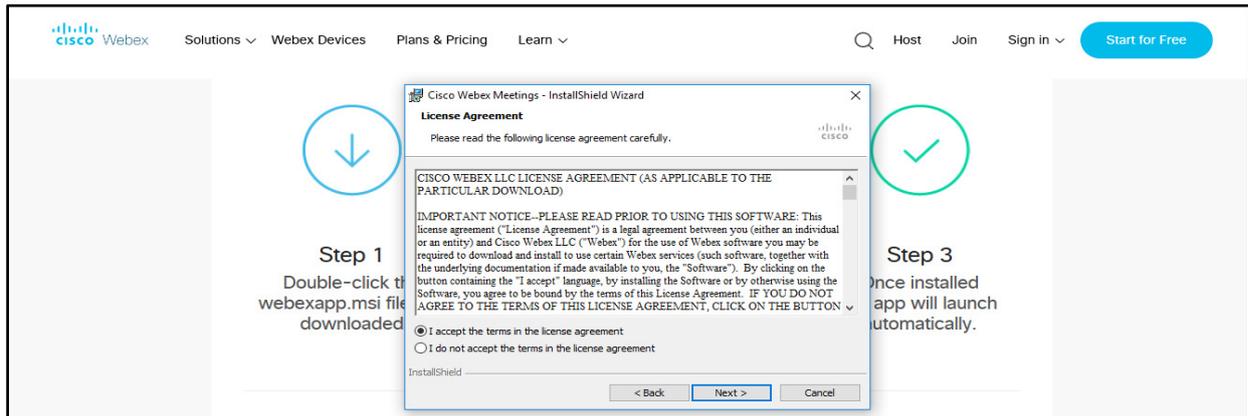
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

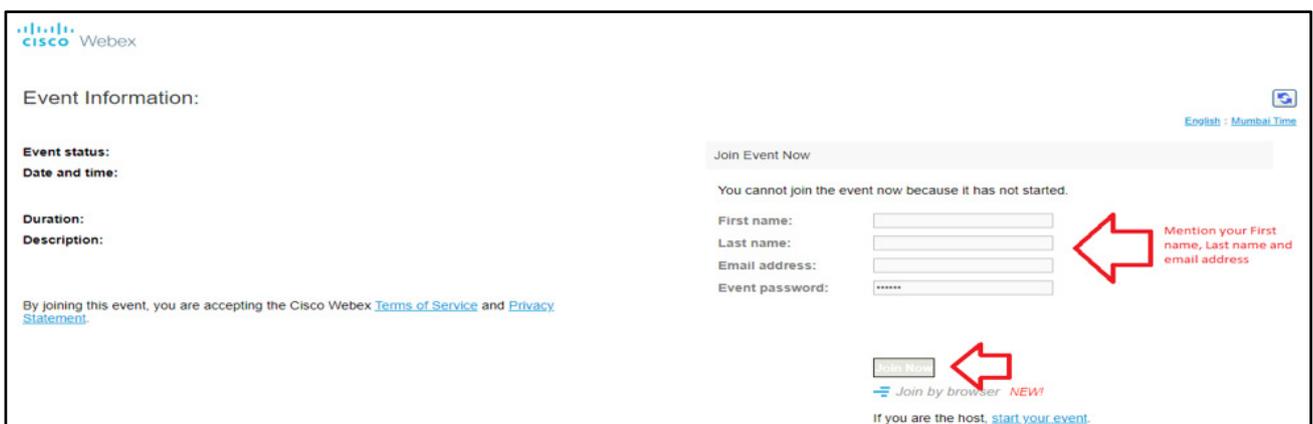




Or:

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application . Click on Run a temporary application , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE OF ANNUAL GENERAL MEETING

***For Item No. 4 of the Special Business:**

Mr. Kushal Mittal (DIN:07276145) was appointed as Additional Director on the Board of Directors of the Company w.e.f. 01st April, 2020. Mr. Kushal Mittal holds office upto the date of the forthcoming Annual General Meeting but is eligible for appointment as Director subject to the approval of shareholders at ensuing Annual General Meeting. The Company has received a Notice in writing in terms of Section 160 of the Companies Act, 2013, from a Member of the Company signifying Member's intention proposing the candidature of Mr. Kushal Mittal for his appointment as Director of the Company.

The Company has received his consent to act as Director and further as per the declarations submitted, Mr. Kushal Mittal does not suffer from any disqualification under the provisions of Section 164 of the Act. The Board of Directors is of the view that he is a person of integrity and possesses relevant expertise and experience to be appointed as an Director of the Company.

Mr. Kushal Mittal is son of Mr. Rajinder Mittal, Mg. Director of the Company. Mr. Kushal Mittal, aged about 24 years is a Graduate in Business Administration- Finance from Northeastern University, Boston. As per declaration already received, Mr. Kushal Mittal (DIN: 07276145) is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. He has three years of experience in finance, fund management, project financing, cost management, marketing and administration. At present he holds 31,71,850 (13.13%) shares in the Company. Keeping in view his Qualification, experience and profile, It is in the Company's best interest that Mr. Kushal Mittal be appointed as a Director and accordingly as recommended and approved by Nomination and Remuneration Committee, the Board recommends the resolution in relation to his appointment as such, for the approval by the shareholders of the Company by way of ordinary resolution.

A brief resume, as required pursuant to the Regulation 36(3) of the Listing Regulations and Secretarial Standards-2 issued by ICSI, is set out in the alongwith and also in Corporate Governance section forming part of the Annual Report.

Except Mr. Kushal Mittal, the appointee and Mr. Rajinder Mittal, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in this item of the notice. This explanatory statement may also be regarded as disclosure under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

***For Item No. 5 of Special Business:**

Mr. Kushal Mittal (DIN:07276145) was appointed as Additional Director of the Company w.e.f. 01st April, 2020, liable to retire by rotation. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors in its Meeting held on 03rd August, 2020, had appointed Mr. Kushal Mittal as Joint Managing Director of the Company and in the category of Key Managerial Personnel, for a period of three years w.e.f. 03rd August, 2020 at a consolidated monthly remuneration of Rs. Four Lakhs, subject to the approval of Members by way of Special Resolution at the 44th Annual General Meeting. The Nomination and Remuneration Committee as well as the Board of Directors have recommended his appointment as Joint Managing Director of the Company. The Board has received notice under Section 160 of the Companies Act, 2013, from a member signifying his intention to propose Mr. Kushal Mittal as Joint Managing Director of the Company.

Accordingly the approval of Members by way of Special Resolution is being sought to his appointment as Joint Managing Director of the Company for a period of 3 year w.e.f 03rd August, 2020 at a consolidated monthly remuneration of Rs. Four Lakhs per month as recommended by Nomination and Remuneration Committee and approved by the Board of Directors. The Company has obtained his consent in writing to act as a Director/ Mg. Director of the Company pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and also intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors), to the effect that he is not disqualified from being appointed as Director under sub-section (2) of Section 164 of the Companies Act, 2013 together with other disclosures and information. Mr. Kushal Mittal satisfies all the conditions set out in Part-I of Schedule V to the Act and also conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for appointment as Joint Managing Director of the Company. In case joint Managing Director draws

remuneration as a managerial person from another Company, the total remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies.

Mr. Kushal Mittal is son of Mr. Rajinder Mittal, Mg. Director of the Company. Mr. Kushal Mittal, aged about 24 years is a Graduate in Business Administration- Finance from Northeastern University, Boston. As per declaration already received, Mr. Kushal Mittal (DIN: 07276145) is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. He has three years of experience in finance, fund management, project financing, cost management, marketing and administration. At present he holds 31,71,850 (13.13%) equity shares in the Company. He has an industrialist background and has developed a vast experience of 3 years in the fields of cost anagement, product development, marketing strategies, finance and administration. Keeping in view his Qualification, experience and profile, It is in the Company's best interest that Mr. Kushal Mittal be appointed as a Joint Mg. Director and accordingly as recommended and approved by Nomination and Remuneration Committee, the Board recommends the resolution in relation to his appointment as such, for the approval by the shareholders of the Company by way of Special resolution. Therefore the Board of Directors of the Company has appointed him as joint Mg. Director of the Company for a further period of 3 (three) years with effect from 03rd August, 2020 on the terms and conditions including remuneration as detailed in the Resolution set out in the Notice.

Mr. Kushal Mittal is a Director on the Board of Directors of several companies as detailed in information given pursuant to Regulation 36 of the SEBI (Listing Obligation And Disclosure Requirement) Regulations, 2015 and in Annual Report of the Company.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. General Information				
Nature of industry	Manufacture of Edible Oils, Distillery and Real Estate			
Date or expected date of commencement of commercial production	Company was incorporated on 03.02.1976 and the Company had already commenced commercial production.			
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable			
Financial performance based on given indicators	(Rs. In Lakhs except EPS)			
	Particulars	2019-20	2018-19	2017-18
	Total Income	92549.91	90368.31	85755.51
	Profits after Tax	2600.17	4143.10	1839.75
	Equity Share Capital	1915.00	1743.30	1570.60
	Other Equity	19878.74	16556.30	11646.36
	EPS (Basic) Rs.	13.58	24.17	12.78
	Other details of financial performance of the Company for the years 2018-19 and 2019-20 are provided in the Annual Report which accompanies this Notice.			
Foreign investments or collaborations, if any	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no holding companies/Joint Ventures as on 31.03.2020 except for one subsidiary Company Svaksha Distillery Limited.			
II. Information about the appointee				
Background details	Name and Designation	Mr. Kushal Mittal, Joint Mg. Director		
	Date of Birth	17.06.1996		
	Father's Name	Shri Rajinder Mittal		
	Nationality	Indian		

	Qualifications	Graduate in Business Administration- Finance from Northeaestern University, Boston.
Past remuneration	None. He is proposed to be appointed at consolidated monthly salary of Rs. Four Lakhs per month.	
Recognition or awards	NIL	
Job profile and his suitability	Mr. Kushal Mittal, aged around 24 years is a Graduate in Business Administration- Finance from Northeastern University, Boston. . He has three years of experience in finance, fund management, project financing, cost management and administration and he is having an entrepreneurial background. As a Director of BCL, he is now contributing and providing necessary directions and advice in finance, cost management and other investments and products additions related matters.	
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013	
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable with the industry standards for a director of similar profile.	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Kushal Mittal is Promoter Director of the Company and presently holds 31,71,850 (13.13%) equity shares in the Company.	
III. Other information		
Reasons of loss or inadequate profits	The Company has profits in the past years as well as in 2017-18, 2018-19 and 2019-20. In 2019-20, the profits of the Company after Tax are Rs. 2600.17 Lakhs and are adequate.. Higher interest cost, general reversionary trend in the industry, government policies and unprecedented volatility in prices of raw materials, Indian Economy conditions and competition may become reasons for inadequate profits in future. However, the Company is having adequate profits and the Company expects to grow in terms of turnover and profitability	
Steps taken or proposed to be taken for improvement	The Company has taken various initiatives viz. product innovation, enhancements of production capacities and customers base, reduction of various costs, better market penetration, exploring new buyers and improvement in realization etc. It is expected that the performance of Company will further improve during the next financial year as initiatives taken by the Company for increase its productivity and efficiency. The turnover and profitability will also improve further, but are not measurable as the same are influenced by various factors such as market prices of raw materials and cost of various inputs etc.	
Expected increase in productivity and profits in measurable terms	The aforesaid steps taken / to be taken by the Company are expected to improve further the Company's performance and profitability in the future.	
IV. Disclosure: The disclosures as to remuneration and other details as required are given elsewhere in the Annual Report 2019-20.		

The Board recommends the Resolutions as set out at Item No. 5 for approval of Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel except Shri Kushal Mittal, the appointee and Mr. Rajinder Mittal may be deemed to be concerned or interested, financially or otherwise, in the Resolution. The Notice together with this Statement may be regarded as a disclosure under SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

***For Item No. 6 of Special Business:**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors in its Meeting held on 13th August, 2018, had appointed Mr. Rajinder Mittal as Managing Director of the Company and in the category of Key Managerial Personnel, for a period of three years w.e.f. 13th August, 2018, and the terms of his appointment and remuneration were approved by the Members of the Company by way of Special Resolution passed at the 42nd Annual General Meeting held on 26th September, 2018.

Considering the overall growth of the Company, under the dynamic leadership of Sh. Rajinder Mittal as Managing Director and recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on 03rd August, 2020, has approved the upward revision of Managerial Remuneration of Sh. Rajinder Mittal effective from 03rd August, 2020 till remainder of duration of his tenure i.e. up to 12th August, 2021 in accordance with Section 198 of the Companies Act 2013, subject to the approval of the shareholders of the Company by way of special resolution.

Mr. Rajinder Mittal, aged around 61 years is a Commerce Graduate and has a wide and rich experience over and above 37 years in trade and industry. A Graduate in Commerce and an alumnus of Birla Public School, Pilani, Mr. Rajinder Mittal, Managing Director of BCL Industries Ltd. is a leading industrialist in Punjab. He joined the family business at the age of 21, with his father Late Sh. Dwarka Dass Mittal in a small solvent extraction unit. The business grew at a phenomenal pace under the vision and direction of Mr. Rajinder and is now a Rs. 1,000 crore empire. BCL has dominated its presence in Edible Oil, Distillery and Real estate. He is a pioneer in converting the non- conventional Rice Bran oil into Refined Rice Bran oil, fit for human consumption. He established the Distillery division, one among the manufacturers in India and South Asia Region to have forward and integrated distillery plants with ZERO discharge. In the real estate sector, he has been instrumental in introducing ultra-modern housing concept in the backward belt of Malwa Region of Punjab. He is member of the Board in many other companies and is a President or Member of numerous State/ Social organizations. He has consistently won many industrialist awards. He has developed vast experience in the fields of production and financial management, setting up of new projects, their modernization and expansion, viability, marketing strategies etc. It is all due to his valuable guidance and advice provided by him to the Company that the Company has grown significantly in terms of improved production, increased turnover and profitability. Considering the above facts, Mr. Rajinder Mittal's qualification and experience and his importance to the Company, he has proved to be an asset to the organization and his continued association would be of immense benefit to the Company. Therefore as recommended by Nomination and Remuneration Committee and approved by the Board, the approval of Members by way of Special Resolution is being sought for upward revision in the salary as detailed in the Notice to AGM.

Mr. Rajinder Mittal is a Director on the Board of Directors of several companies as detailed in information given pursuant to Regulation 36 of the SEBI (Listing Obligation And Disclosure Requirement) Regulations, 2015 and in Annual Report of the Company. He holds 32,80,500 (13.58%) Equity shares in the Company presently. Presently, he is also a Member of Audit Committee of the Company.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. General Information				
Nature of industry	Manufacture of Edible Oils, Distillery and Real Estate			
Date or expected date of commencement of commercial production	Company was incorporated on 03.02.1976 and the Company had already commenced commercial production.			
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable			
Financial performance based on given indicators (Standalone)	(Rs. In Lakhs except EPS)			
	Particulars	2019-20	2018-19	2017-18
	Total Income	92549.91	90368.31	85755.51

	Profits after Tax	2600.17	4143.10	1839.75
	Equity Share Capital	1915.00	1743.30	1570.60
	Other Equity	19878.74	16556.30	11646.36
	EPS (Basic) Rs.	13.58	24.17	12.78
	Other details of financial performance of the Company for the years 2018-19 and 2019-20 are provided in the Annual Report which accompanies this Notice.			
Foreign investments or collaborations, if any	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no holding companies/Joint Ventures as on 31.03.2020 except for one subsidiary Company Svaksha Distillery Limited.			
II. Information about the appointee				
Background details	Name and Designation	Mr. Rajinder Mittal, Mg. Director		
	Date of Birth	30.04.1959		
	Father's Name	Late Shri Dwarka Das Mittal		
	Nationality	Indian		
	Qualifications	Graduation (B.Com)		
Past remuneration	He was appointed as Mg. Director at consolidated monthly salary of Rs. 2,50,000/- per month w.e.f. 13.08.2018. The proposed consolidated remuneration of Rs. Five Lakhs p.m. is subject to approval of Members at ensuing AGM.			
Recognition or awards	NIL			
Job profile and his suitability	Shri Rajinder Mittal holds Graduate degree in Commerce and is aged around 61 years. He has more than 37 years of experience of industry, business, management and financial matters. Taking this into consideration, the Board has bestowed the leadership of the Organization to Shri Rajinder Mittal.			
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013			
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable with the industry standards for a director of similar profile.			
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Rajinder Mittal is Promoter and Managing Director of the Company and presently holds 32,80,500 (13.58%) equity shares in the Company.			
III. Other information				
Reasons of loss or inadequate profits	The Company has profits in the past years as well as in 2017-18, 2018-19 and 2019-20. In 2019-20, the profits of the Company after Tax are Rs. 2600.17 Lakhs and are adequate. Higher interest cost, general reversionary trend in the industry, government policies and unprecedented volatility in prices of raw materials, Indian Economy conditions and competition may become reasons for inadequate profits in future. However, the Company is having adequate profits and the Company expects to grow in terms of turnover and profitability			

Steps taken or proposed to be taken for improvement	The Company has taken various initiatives viz. product innovation, enhancements of production capacities and customers base, reduction of various costs, better market penetration, exploring new buyers and improvement in realization etc. It is expected that the performance of Company will further improve during the next financial year as initiatives taken by the Company for increase its productivity and efficiency. The turnover and profitability will also improve further, but are not measurable as the same are influenced by various factors such as market prices of raw materials and cost of various inputs etc.
Expected increase in productivity and profits in measurable terms	The aforesaid steps taken / to be taken by the Company are expected to improve further the Company's performance and profitability in the future.
IV. Disclosure: The disclosures as to remuneration and other details as required are given elsewhere in the Annual Report 2019-20	

The Board recommends the Resolutions as set out at Item No. 6 for approval of Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel except Shri Rajinder Mittal, Mg. Director and Shri Kushal Mittal, may be deemed to be concerned or interested, financially or otherwise, in the Resolution. The Notice together with this Statement may be regarded as a disclosure under SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

***For Item No. 7 read with Explanatory Statement for item no. 6 of the Special Business:**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors in its Meeting held on 13th August, 2018, had appointed Mr. Rajinder Mittal as Managing Director of the Company and in the category of Key Managerial Personnel, for a period of three years w.e.f. 13th August, 2018 and his appointment as such was approved by Members of the Company by way of Special Resolution at the 42nd Annual General Meeting held on 26th September, 2018. His present term expires on 12th August, 2021. As per Section 196 of the Companies Act, 2013 a person shall not be appointed as Managing Director of the Company for a term exceeding five years at a time and shall not be re-appointed earlier than one year before the expiry of his term.

The Nomination and Remuneration Committee as well as the Board of Directors in its Meeting held on 14th September, 2020, have recommended his re-appointment as Managing Director of the Company for a period of three years. The Board has received notice under Section 160 of the Companies Act, 2013, from a member signifying his intention to propose Mr Rajinder Mittal as Managing Director of the Company.

Accordingly the approval of Members by way of Special Resolution is being sought to his re-appointment as Managing Director of the Company for a period of 3 year w.e.f 13th August, 2021 at a consolidated monthly remuneration of Rs. Five Lakhs per month as recommended by Nomination and Remuneration Committee and approved by the Board of Directors. The Company has obtained his consent in writing to act as a Director/ Mg. Director of the Company pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and also intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors), to the effect that he is not disqualified from being appointed as Director under sub-section (2) of Section 164 of the Companies Act, 2013 together with other disclosures and information. Mr. Rajinder Mittal satisfies all the conditions set out in Part-I of Schedule V to the Act and also conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for re-appointment as Managing Director of the Company. In case Managing Director draws remuneration as a managerial person from another Company, the total remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies.

All other required disclosures are given in/alongwith Notice and explanatory Statement and are to be read with Explanatory Statement to item no. 6.

The Board recommends the Resolutions as set out at Item No. 7 for approval of Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel except Shri Rajinder Mittal, Mg. Director and Shri Kushal Mittal, may be deemed to be concerned or interested, financially or otherwise, in the

Resolution. The Notice together with this Statement may be regarded as a disclosure under SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

***For Item No. 8 of the Special Business:**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors in its Meeting held on 13th August, 2018, had appointed Mr. Sat Narain Goyal as Whole Time Director of the Company and in the category of Key Managerial Personnel, for a period of three years w.e.f. 13th August, 2018 and his appointment as such was approved by Members of the Company by way of Special Resolution at the 42nd Annual General Meeting held on 26th September, 2018. His present term expires on 12th August, 2021. As per Section 196 of the Companies Act, 2013 a person shall not be appointed as Mg. Director/Whole Time Director of the Company for a term exceeding five years at a time and shall not be re-appointed earlier than one year before the expiry of his term.

The Nomination and Remuneration Committee as well as the Board of Directors in its Meeting held on 14th September, 2020, have recommended his re-appointment as Whole Time Director of the Company for a period of three years. The Board has received notice under Section 160 of the Companies Act, 2013, from a member signifying his intention to propose Mr. Sat Narain Goyal as Whole Time Director of the Company.

Accordingly the approval of Members by way of Special Resolution is being sought to his re-appointment as Whole Time Director of the Company for a period of 3 year w.e.f 13th August, 2021 at a consolidated monthly remuneration of Rs. Fifty Thousand per month as recommended by Nomination and Remuneration Committee and approved by the Board of Directors. The Company has obtained his consent in writing to act as a Director/ Whole Time Director of the Company pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and also intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors), to the effect that he is not disqualified from being appointed as Director under sub-section (2) of Section 164 of the Companies Act, 2013 together with other disclosures and information. He satisfies all the conditions set out in Part-I of Schedule V to the Act and also conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for re-appointment as Whole Time Director of the Company.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. General Information				
Nature of industry	Manufacture of Edible Oils, Distillery and Real Estate			
Date or expected date of commencement of commercial production	Company was incorporated on 03.02.1976 and the Company had already commenced commercial production.			
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable			
Financial performance based on given indicators	(Rs. In Lakhs except EPS)			
	Particulars	2019-20	2018-19	2017-18
	Total Income	92549.91	90368.31	85755.51
	Profits after Tax	2600.17	4143.10	1839.75
	Equity Share Capital	1915.00	1743.30	1570.60
	Other Equity	19878.74	16556.30	11646.36
	EPS (Basic) Rs.	13.58	24.17	12.78
Other details of financial performance of the Company for the years 2018-19 and 2019-20 are provided in the Annual Report which accompanies this Notice.				

Foreign investments or collaborations, if any	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no holding companies/Joint Ventures as on 31.03.2020 except for one subsidiary Company Svaksha Distillery Limited.	
II. Information about the appointee		
Background details	Name and Designation	Mr. Sat Narain Goyal, Whole Time Director
	Date of Birth	05.02.1961
	Father's Name	Shri Laxmi Narain Goyal
	Nationality	Indian
	Qualifications	Post Graduation (M.Com)
Past remuneration	He was paid a remuneration of Rs. Six lakhs during the year 2019-20. He is proposed to be re-appointed at consolidated monthly salary of Rs. Fifty thousand per month.	
Recognition or awards	NIL	
Job profile and his suitability	Mr. Sat Narain Goyal, aged around 58 year, is a Post Graduate in Commerce and has a vast experience of more than 31 years, in the fields of Corporate Finance, Accounts, Taxation, Audit, Corporate Fund raising and other allied financial and taxation related matters. He is not related to any director of the company. Due to his valuable advises, the Company has been able to plan, avail, utilize, create funds and finance from time to time and also create better corporate governance in the Company.	
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013	
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable with the industry standards for a director of similar profile.	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Sat Narain Goyal holds 75 shares (0.00%) in the Company. Except for remuneration, he does not have any Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel.	
III. Other information		
Reasons of loss or inadequate profits	The Company has profits in the past years as well as in 2017-18, 2018-19 and 2019-20. In 2019-20, the profits of the Company after Tax are Rs. 2600.17 Lakhs and are adequate. Higher interest cost, general reversionary trend in the industry, government policies and unprecedented volatility in prices of raw materials, Indian Economy conditions and competition may become reasons for inadequate profits in future. However, the Company is having adequate profits and the Company expects to grow in terms of turnover and profitability.	
Steps taken or proposed to be taken for improvement	The Company has taken various initiatives viz. product innovation, enhancements of production capacities and customers base, reduction of various costs, better market penetration, exploring new buyers and improvement in realization etc. It is expected that the performance of Company will further improve during the next financial year as initiatives taken by the Company for increase its productivity and efficiency. The turnover and profitability will also improve further, but are not measurable as the same are influenced by various factors such as market prices of raw materials and cost of various inputs etc.	

Expected increase in productivity and profits in measurable terms	The aforesaid steps taken / to be taken by the Company are expected to improve further the Company's performance and profitability in the future.
IV. Disclosure: The disclosures as to remuneration and other details as required are given elsewhere in the Annual Report 2019-20.	

The Board recommends the Resolutions as set out at Item No. 8 for approval of Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel except Shri Sat Narain Goyal as an appointee may be deemed to be concerned or interested, financially or otherwise, in the Resolution. The Notice together with this Statement may be regarded as a disclosure under SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

***For Item No. 9 of the Special Business:**

Keeping in view of fund requirements, the Company may accept deposits from its members and/or public as per the provisions of Section 73 and Section 76 of the Companies Act, 2013 and as per the provisions of Companies (Acceptance of Deposits) Rules, 2014. Accordingly, a resolution is required to be passed by the shareholders for authorizing the Board of Directors to accept the deposits from Members and/or public up to permissible limits. The Directors recommends the resolution as set out at Item No. 9 of the Notice for member's approval as a Special Resolution. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

***For Item No. 10 of the Special Business:**

The Board of Directors of the Company, on the recommendation of the Audit Committee, had considered and approved the appointment of M/s Khushwinder Kumar and Co., Cost Accountants (Firm Reg. No. 100123), who were eligible for being appointed as Cost Auditors of the Company for the financial year 2020-21 at a total remuneration of Rs. 50000/- (Rs. Fifty Thousand only) plus tax/GST as applicable and reimbursement of out of pocket expenses, if any. In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be approved by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 10 of the Notice for ratification and approval of the remuneration payable to the Cost Auditor for the financial year 2020-21.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 10.

Your Directors, therefore, recommend the said Resolution at Item No. 10 for your approval.

Regd. Office :
 Hazi Rattan Link Road, Post Box no. 71,
 Bathinda-151001
 Ph. : 0164-2240163, 2240443, 2211628
 Fax: 0164-5003638
 Website: www.bcl.ind.in, Email: info@bcl.ind.in
 CIN: L24231PB1976PLC003624
 Place: Bathinda (PB.)
 Date: 14th September, 2020

**By the Order of Board of Directors
 For BCL Industries Limited**

**Sd/-
 Rajinder Mittal
 Managing Director
 DIN:00033082**

**Details of the Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting
(In pursuance of Regulations 26(4) and 36(3) of the Listing Regulations and SS-2 on General Meetings)**

NAME	Mr. Rajinder Mittal	Mr. Sat Narain Goyal	Mr. Kushal Mittal
CATEGORY	Mg. Director	Whole Time Director	Director
DIN	00033082	00050643	07276145
DATE OF BIRTH	30.04.1959	05.02.1961	17.06.1996
QUALIFICATION	B. Com.	M. COM.	Graduate in Business Administration.
SHAREHOLDING IN THE COMPANY	32,80,500 (13.58%) Equity Shares	75 (0.00%) Equity Shares	31,71,850 Equity Shares (13.13%)
DIRECTORSHIP/ CHAIRMANSHIP IN OTHER PUBLIC COMPANIES	One- 1. Kissan Fats Limited	NIL	Two- Sheesh Mahal Developers Limited, Svaksha Distillery Limited
DIRECTORSHIP/ CHAIRMANSHIP IN OTHER PRIVATE COMPANIES	Rishi Maintenance Services Private Limited, VKM Township Private Limited, Chavanrishi Resorts Private Limited, Creative Buildwell Private Limited, Gee City Builders Private Limited, Pioneer Industries Private Limited.	NIL	NIL
COMMITTEE POSITIONS HELD IN OTHER COMPANIES	Kissan Fats Limited,(Audit & NRC Committee) Pioneer Industries Limited (Member In CSR Committee)	None	NIL
TERMS AND CONDITIONS OF APPOINTMENT/ RE-APPOINTMENT	Mr. Rajinder Mittal was appointed as Managing Director of the Company for a period of 3 year w.e.f. 13th August, 2018 at a consolidated monthly remuneration of Rs. Two Lakh Fifty Thousand as approved by the Members of the Company at 42 nd Annual General Meeting held on 26 th September, 2018. His remuneration is increased to Rs. Five Lakhs p.m. subject to approval of Members at ensuing AGM.	Mr. Sat Narain Goyal was appointed as Whole Time Director of the Company for a period of 3 years w.e.f 13 th August, 2018 at a consolidated monthly remuneration of Rs. Fifty Thousand per month as approved by the Members of the Company at 42 nd annual General Meeting held on 26 th September, 2018.	Mr. Kushal Mittal was appointed as Additional Director of the Company w.e.f 01 st April, 2020. He has been appointed as Jt. Mg. Director for a period of 3 years w.e.f. 03.08.2020 at a consolidated monthly remuneration of Rs. Four lakhs subject to approval of Members at ensuing AGM..
INTER-SE RELATIONSHIP	Mr. Rajinder Mittal is father of Mr. Kushal Mittal	Mr. Sat Narain Goyal is not related to any Directors/KMP	Mr. Kushal Mittal is son of Mr. Rajinder Mittal.
DETAILS OF THE REMUNERATION DRAWN	The details are provided in Form MGT-9 to Directors' Report.	The details are provided in Form MGT-9 to Directors' Report.	The details are provided in Form MGT-9 to Directors' Report.
NUMBER OF MEETINGS OF THE BOARD ATTENDED DURING THE YEAR AND OTHER DIRECTORSHIPS	The details are provided in the Corporate Governance Report forming part of Annual Report	The details are provided in the Corporate Governance Report forming part of Annual Report	The details are provided in the Corporate Governance Report forming part of Annual Report
BRIEF PROFILE AND EXPERTISE	Mr. Rajinder Mittal, aged around 60 years is a Commerce Graduate and has a wide and rich experience over and above 36 years in trade and industry. The business grew at a phenomenal pace under the vision and direction of Mr. Rajinder and is now a Rs. 1,000 crore empire. BCL has dominated its presence in Edible Oil, Distillery and Real estate. He is a pioneer in converting the non-conventional Rice Bran oil into Refined Rice Bran oil, fit for human	Mr. Sat Narain Goyal, aged around 58 year, is a Post Graduate in Commerce and has a vast experience of more than 31 years, in the fields of Corporate Finance, Accounts, Taxation, Audit, Corporate Fund raising and other allied financial and taxation related matters. He is not related to any director of the company. Due to his valuable advises, the Company has been able to plan, avail, utilize, create funds and finance from time	Mr. Kushal Mittal, aged around 24 years is a Graduate in Business Administration- Finance from Northeastern University, Boston. . He has three years of experience in finance, fund management, project financing, cost management and administration and he is having an entrepreneurial background. As a Director of BCL, he is now contributing

	<p>consumption. He established the Distillery division, one among the manufacturers in India and South Asia Region to have forward and integrated distillery plants with ZERO discharge. In the real estate sector, he has been instrumental in introducing ultra-modern housing concept in the backward belt of Malwa Region of Punjab. He is member of the Board in many other companies and is a President or Member of numerous State/ Social organizations. He has consistently won many industrialist awards. He has developed vast experience in the fields of production and financial management, setting up of new projects, their modernization and expansion, viability, marketing strategies etc.</p>	<p>to time and also create better corporate governance in the Company</p>	<p>and providing necessary directions and advice in finance, cost management and other investments and products additions related matters, to the Company. He has now become a vital part of the Board of Directors of the Company and the Company is expected to immensely benefit with his induction in the times to come.</p>
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Website: www.bcl.ind.in, Email: info@bcl.ind.in
CIN: L24231PB1976PLC003624
Place: Bathinda (PB.)
Date: 14th September, 2020

**By the Order of Board of Directors
For BCL Industries Limited**

**Sd/-
Rajinder Mittal
Managing Director
DIN:00033082**