



The Baroda Rayon Corporation Ltd.

CIN L45100GJ1958PLC000892

P O Fatehnagar, Udhna, Surat 394 220

Tel : 0261-2899555

Email : brcsurat@gmail.com

Website : www.brcl.in

06th September, 2022

To,
Department of Corporate Services,
BSE Limited
P J Towers,
Dalal Street,
Mumbai - 400001.

Sub – Notice of 62nd Annual General Meeting of the company.
Ref – BSE Scrip code – 500270.

Dear Sir,

Apropos with the above captioned matter and pursuant to Regulation 30 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 please find enclosed herewith Notice of 62nd Annual General Meeting of the members of the company scheduled to be held on Wednesday, 28th September, 2022 at 09.00 a.m. at Patidar Bhavan, Kadodara, Surat – 394327.

The same is available on the website of the company www.brcl.in.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For The Baroda Rayon Corporation Limited

Kunjal S Desai

Kunjal Desai
Company Secretary

Encl: As above





The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

NOTICE

Notice is hereby given that the Sixty Second (62nd) Annual General Meeting of **THE BARODA RAYON CORPORATION LIMITED**(CIN – L45100GJ1958PLC000892) will be held on Wednesday, the 28th of September, 2022 at 09:00 a.m. at Patidar Bhavan, Kadodara, Surat-394327 (Gujarat) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31st March, 2022 together with Directors' and the Auditors' Reports thereon.
2. To appoint a Director in place of Mrs. Vidhya Bhavani (DIN – 07159576), who retires by rotation and being eligible, offer herself for re-appointment.

SPECIAL BUSINESS:

3. **Re-appointment of Mr. Damodarbhai Patel (DIN-00056513) as Managing Director of the company.**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to recommendation of Nomination and Remuneration Committee and Audit Committee and pursuant to provisions of Section 196, 197, 198 & 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 rules, notifications, any statutory modifications, amendments and re-enactments thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said act and subject to the provisions of the Article of Association of the company, consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Damodarbhai Patel (DIN - 00056513) as Managing Director of the Company, liable to retire by rotation, for a period of 3 (Three) years effective from 12th December 2022 to 11th December 2025 on the following terms and conditions –

- (a) Duration – 3 years (12th December, 2022 to 11th December, 2025)
- (b) Basic Salary – ` 5,00,000/- p.m.
- (c) Perquisites & Allowances – Nil

RESOLVED FURTHER THAT notwithstanding anything contained herein above, if in any financial year during the currency of his appointment, the Company has no profits or its profits are inadequate, the Company will pay remuneration in accordance with the provisions of Section 197 read with Schedule V the Companies Act, 2013 or in accordance with any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

4. **Appointment of Mr. Viral Bhavani (DIN – 02597320) as Whole Time Director of the company.**

To consider, and if thought fit, to pass with or without modification(s), the following Resolution, as a **Special Resolution:**

“**RESOLVED THAT** pursuant to recommendation of Nomination and Remuneration Committee and Audit Committee and pursuant to provisions of Section 196, 197, 198 & 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 rules, notifications, any statutory modifications, amendments and re-enactments thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said act and subject to the provisions of the Article of Association of the company, consent of the members of the Company be and is hereby accorded for the appointment of Mr. Viral Bhavani (DIN - 02597320) as Whole Time Director of the Company, liable to retire by rotation, for a period of 3 (Three) years effective from 01st October, 2022 to 30th September, 2025 on the following terms and conditions –

- (a) Duration – 3 years (01st October, 2022 to 30th September, 2025)



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

(b) Basic Salary – ` 2,50,000/- p.m.

(c) Perquisites & Allowances – Nil

(d) Nature of Duties: The Whole Time Director shall have the general control, management and superintendence of the business of the Company subject to the supervision and control of the Board.

(e) This appointment may be terminated by giving notice to Board of Directors of such termination at any time.

RESOLVED FURTHER THAT notwithstanding anything contained herein above, if in any financial year during the currency of his appointment, the Company has no profits or its profits are inadequate, the Company will pay remuneration in accordance with the provisions of Section 197 read with Schedule V the Companies Act, 2013 or in accordance with any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

5. **To authorize Board of Directors to borrow money under section 180(1)(c) of the Companies Act, 2013 and rules made thereunder:**

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

“**RESOLVED THAT** in supersession of the resolution passed by the members at the 57th Annual General Meeting of the company held on 30th September, 2017 and pursuant to provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, and read with rules made thereunder and as amended from time to time, consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow such sum or sums of money, from time to time, which, together with the money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's Bankers in ordinary course of business) may exceed, at any time, the aggregate of the paid-up share capital of the Company and its free reserves, & securities premium provided that the total amount so borrowed by the Board shall not at any time exceed ` 1000 Crores (Rupees One Thousand crores only).

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized and empowered to arrange or settle the terms and conditions on which all such moneys are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things incidental thereto to give expedient to give effect to the aforesaid resolution.”

6. **To authorize Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company under section 180(1)(a) of the Companies Act, 2013 and rules made thereunder:**

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

“**RESOLVED THAT** in supersession of the resolution passed by the members at the 57th Annual General Meeting of the company held on 30th September, 2017 and pursuant to provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, and read with rules made thereunder and as amended from time to time, consent of the Company be and is hereby given to the Board of Directors of the Company to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company and to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations, if any, created by the Company, on such movable and/or immovable properties, both present and future, and in such manner as the Board may deem fit, in favour of Banks, Financial Institutions, Insurance Companies, other lending/ investing agencies or bodies/ trustees for holders of debentures/ bonds which may be issued to or subscribed to by all or any of the Banks, Financial Institutions, Insurance Companies, other lending/ investing agencies or any other person(s)/ bodies corporate by way of private placement or otherwise (hereinafter collectively referred to as 'Lenders'), provided that the total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges,



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

premia on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans, for which such charges, mortgages or hypothecations are created, shall not, at any time exceed the limit of ` 1000 Crores. (Rupees One Thousand crores only).

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to decide on all matters and finalize the documents for sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company/creation of mortgages/charges hypothecations and to accept or make any alterations, changes, variations to or in any terms or conditions, and to execute all such deeds, documents and writings as it may deem fit and containing such terms, conditions and covenants as it may consider fit and proper in connection with the aforesaid borrowings.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things incidental thereto to give expedient to give effect to the aforesaid resolution.”

Notes:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts, concerning the businesses under Item Nos. 3, 4, 5 & 6 of the notice, is annexed hereto. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment/re-appointment as Director under Item No. 2, 3 & 4 of the Notice, are also annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy for his entire shareholding and such person shall not act as a proxy for another person or shareholder. If a proxy is appointed for more than fifty members, he shall choose any fifty Members and confirm the same to the Company before the commencement of the specified period for inspection. In case the proxy fails to do so, the Company shall consider only the first fifty proxies received as valid. Proxies submitted on behalf of the Companies, Societies etc. must be supported by an appropriate resolution/authority letter as applicable, on behalf of the nominating organization. The Proxy Register will be available for inspection to a Member before 24 hours of an AGM till the conclusion of an AGM, subject to the written notice being served to the Company.

THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED HEREWITH.

3. Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) shall send certified true copy of the Board Resolution / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company to attend and vote at an AGM.
4. The Register of Members and Share Transfer Book of the company will remain closed from Thursday, 22nd September, 2022 to Wednesday, 28th September, 2022 (both days inclusive) for the purpose of the Meeting.
5. Members desirous of obtaining any information concerning the accounts and operations of the company are requested to send their queries to the company at least seven days before the Meeting at its registered office, so that information required by the members may be available at the meeting.
6. Members may please note that no gifts, gift coupons, or cash in lieu of gifts will be distributed at meeting, in compliance with Section 118(10) of the Companies Act, 2013 and the Secretarial Standards issued by Institute of Company Secretaries of India.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

maintaining their demat accounts. Members holding share in physical form can submit their PAN details to the Registrar and Transfer Agent, M/s Link Intime India Pvt. Ltd.

Members who hold shares in the dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.

8. Pursuant to SEBI Circular dated 03rd November, 2021 and 14th December, 2021, the physical securities holders has mandated to provide PAN, KYC details and Nomination Forms through Form ISR-1, Form ISR-2 and Form ISR-3 (as applicable). The Company has sent individual letters to all the members holding shares in physical form for furnishing their PAN, KYC details and Nomination. Members holding shares in physical form are requested to submit PAN, KYC details and Nomination to the Company's Share Transfer Agent, Link Intime India Pvt. Ltd., C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083 Maharashtra.
9. Members are requested to notify the change in their address to the Registrar and Share Transfer Agent of the company.
10. Members attending the meeting are requested to bring their copy of the Annual Report and the attendance slip attached thereto dully filled in and signed and hand over the same at the entrance of the hall.
11. Pursuant to provisions of Section 72 of the Companies Act, 2013 members holding Shares in physical mode are advised to file a Nomination Form in respect of their Shareholding. Any Member wishing to avail this facility may submit the prescribed statutory form SH-13 to the Company's Share transfer agent. The said form can be downloaded from the Company's website <http://brcl.in/KYCDetails.aspx>
12. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change of address immediately to the Company / Registrar and Transfer Agent, M/s. Link Intime India Pvt. Ltd.
13. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the company electronically.
14. Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Company's Registrar and Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to members after making requisite changes, thereon.
15. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately of:-
 - a) The Change in the residential status on return to India for permanent settlement.
 - b) The Particulars of the NRE account with a Bank in India, if not furnished earlier.
16. All relevant documents and Registers referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company viz. P O Baroda Rayon, Udhna, Surat – 394220 (Gujarat) between 9.00 a.m. to 11.00 a.m. on all working days, up to and including the date of the Annual General Meeting of the Company.
17. Pursuant to the provisions of Section 101 and 136 of the Act read with the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 36 of the Listing Regulations, 2015 and In line with the MCA Circular and SEBI Circular the Notice of Annual General Meeting along with Annual Report 2021-2022 is being sent through electronic mode to those members whose email id is registered with the Company / Depository Participants. The Notice of AGM has also been uploaded on website of Company at www.brcl.in and may also be accessed from Bombay Stock Exchange website at www.bseindia.com.
18. **Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company/Link Intime has stopped accepting any fresh lodgment of transfer of shares in physical**



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

form. Members holding shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.

19. Voting through electronic means (i.e. remote e-voting):

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 April 08, 2020, April 13, 2020 and May 05, 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 National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.brcl.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

The facility for voting, through ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by e-voting shall be able to exercise their right at the meeting. The Members who have cast their vote by e-voting/ remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode





In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat. Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43</p>

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csmanishpatel@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Ms. Soni Singh) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to brcsurat@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to brcsurat@gmail.com.
3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **[Login method for e-Voting for Individual shareholders holding securities in demat mode.](#)**
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

OTHER INSTRUCTIONS

1. The e-voting period will commence on Sunday, the 25th September, 2022 (9.00 a.m. IST) and ends on Tuesday, 27th September, 2022 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Wednesday, the 21st September, 2022 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the AGM. However, they can attend the meeting and participate in the discussion, if any. Since the Company is providing e-voting facility there will be no voting on a show of hand.

2. In case of any query/grievance(s), the Members may refer to the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://www.evoting.nsdl.com/>.



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

3. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on the cut-off date (record date), being Wednesday, the 21st September, 2022. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut – off date only shall be entitled to avail the facility of e-voting as well as voting at the meeting.

4. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date (record date) i.e. being Wednesday, the 21st September, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on <https://www.evoting.nsdl.com/>

5. Mr. Manish R. Patel, Practicing Company Secretary (COP-9360), Surat, has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.

6. The Scrutinizer shall, after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting and shall make, not later than three days 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 person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

7. The Results declared along with the Scrutinizer’s Report(s) will be available on the website of the Company, www.brcl.in, within two (2) days of passing of the Resolutions at the AGM of the Company and communication of the same will be made to BSE Limited, where the shares of the Company are listed & Link Intime India Pvt. Ltd. (“RTA”).

Place: Surat
Date: 26th August, 2022

By order of the Board of Directors

Kunjai Desai
Company Secretary
ACS-40809

Registered Office:-
P O Fatehnagar, Udhna,
Surat – 394 220



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3 -

Mr. Damodarbai Patel (DIN-00056513) was reappointed as Managing Director of the company by the Board at its meeting held on 01st September, 2017 for a period of 5 years i.e. from 12th December, 2017 till 11th December, 2022. The same was subsequently approved by the members at the AGM held on 30th September, 2017.

Further considering the contribution of Mr. Damodarbai Patel and the progress made by the company under his leadership and guidance as per the recommendation of the Nomination & Remuneration Committee, the Audit Committee & the Board, the members of the company at its meeting held on 29th September, 2020 approved the payment of remuneration to Mr. Damodarbai Patel for ` 2.00 lakhs p.m. w.e.f. 01st October, 2020 till his remaining term as Managing Director. Further the members of the company at its meeting held on 29th September, 2021 approved the revision in the remuneration of Mr. Damodarbai Patel to ` 4.00 lakhs p.m. w.e.f. 01st October, 2021 till his remaining term as Managing Director.

Considering the outstanding responsibilities undertaken and contributions made by Mr. Damodarbai Patel (DIN – 00056513), Chairman & Managing Director of the company, in the development of the company and on account of trends of improved qualities of Management viz. business acumen, sagacity, practical wisdom and such other qualities which they developed during the tenure of his office, and on basis of the recommendation of Nomination and Remuneration Committee, Audit Committee, the Board of Directors of the Company (the 'Board'), at its meeting held on 26th August, 2022, has, subject to the approval of the members, re-appointed Mr. Damodarbai Patel (DIN – 00056513) as Managing Director of the company, for a further period of 3 (Three) years from 12th December 2022 to 11th December 2025 with such remuneration and other terms and conditions as set out in his appointment letter. His present term expires on 11th December, 2022.

Further, members' approval is required by way of Special Resolution for appointment and payment of remuneration to Mr. Damodarbai Patel (DIN – 00056513) as Managing Director of the company.

Mr. Damodarbai Patel (DIN – 00056513) satisfy all the conditions as set out in Schedule V of the Act and conditions set out under sub-section (3) of section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms section 164 of the Act.

Copy of the draft letter of appointment of Mr. Damodarbai Patel (DIN – 00056513), Managing Director, setting out the terms and conditions is available for physical inspection of the Members at its Registered Office at P. O. Baroda Rayon, Udhna, Surat – 394220, Gujarat, between 9:30 a.m. to 11:30 a.m. on any working day during business hours till the date of this AGM.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the remuneration of Mr. Damodarbai Patel as decided by the Board is required to be approved by the Members at their meeting due to inadequacy of profits.

It is hereby confirmed that as the Company has defaulted in respect of payment of interest to secured creditors and have received prior approval from the secured creditors for payment of remuneration to Managing Director.

Pursuant to clause (iv) of Section II of Schedule V of the Companies Act, 2013 the following statement is given:

I.	General information:	
(1)	Nature of Industry	Textile industry / Real estate
(2)	Date or expected date of commencement of commercial production	The company was incorporated in the year 1958. Since August 2008 entire operational activities of textile segment are stand still. However company has also started business activities in real estate segment.
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
(4)	Financial performance based on given indicators	Performance of F.Y. 2021-22: (` In lakhs)



The Baroda Rayon Corporation Limited
62nd Annual Report – 2021-22

		<table border="1"> <tbody> <tr> <td>Revenue Income</td> <td>NIL</td> </tr> <tr> <td>Other Income</td> <td>4098.08</td> </tr> <tr> <td>Total Income</td> <td>4098.08</td> </tr> <tr> <td>Less Expenditure</td> <td>(32724.90)</td> </tr> <tr> <td>Profit/(Loss) before interest, depreciation and tax</td> <td>36822.98</td> </tr> <tr> <td>Less: Deprecation</td> <td>NIL</td> </tr> <tr> <td>Interest</td> <td>612.95</td> </tr> <tr> <td>Earlier year Tax</td> <td>NIL</td> </tr> <tr> <td>Profit/(Loss) before exceptional/extraordinary item</td> <td>36210.03</td> </tr> <tr> <td>Exceptional/Extraordinary Item</td> <td>(1248.54)</td> </tr> <tr> <td>Profit/(Loss) after Taxes</td> <td>37458.57</td> </tr> <tr> <td>Other comprehensive income</td> <td>NIL</td> </tr> <tr> <td>Total comprehensive income</td> <td>37458.57</td> </tr> </tbody> </table>	Revenue Income	NIL	Other Income	4098.08	Total Income	4098.08	Less Expenditure	(32724.90)	Profit/(Loss) before interest, depreciation and tax	36822.98	Less: Deprecation	NIL	Interest	612.95	Earlier year Tax	NIL	Profit/(Loss) before exceptional/extraordinary item	36210.03	Exceptional/Extraordinary Item	(1248.54)	Profit/(Loss) after Taxes	37458.57	Other comprehensive income	NIL	Total comprehensive income	37458.57
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(5)	Foreign investments or collaborations, if any.	N.A.																										
II. Information about the appointee:																												
(1)	Background details	He is a Commerce Graduate having wide experience in Textile and Real Estate sector. He has a wide experience of over 25 years and is engaged in the day to day affairs of the company.																										
(2)	Past remuneration	` 4.00 lakhs p.m.																										
(3)	Recognition or awards	N.A.																										
(4)	Job profile and his suitability	He has been with the company for more than 1.5 decades and have lead successful growth of the company.																										
(5)	Remuneration proposed	As mentioned in the resolution stated above.																										
(6)	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)	Considering the responsibility shouldered by him of the enhanced business activities of the company, proposed remuneration is commensurate with the industry standards and Board level positions held in similar sized and similarly positioned business,																										
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Other than remuneration, no pecuniary relationship with the company. He is related to Mrs. Vidhya Bhavani (DIN-07159576) & Mr. Viral Bhavani (DIN – 02597320)																										
III. Other information:																												
(1)	Reasons of loss or inadequate profits	N.A. However profit is on account of transfer of property (land) to stock in trade. Entire operational activities of the company in textile segment are standstill since August, 2008.																										
(2)	Steps taken or proposed to be taken for improvement	N.A.																										
(3)	Expected increase in productivity and profits in measurable terms	N.A.																										
IV. Disclosures:																												
	The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report in the Corporate Governance Report under the heading Remuneration in Rupees paid or payable to Directors for the year ended March 31, 2022.																											

Pursuant to the applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder, consent of the members is being sought by way of Special Resolution.

Mr. Damodarbai Patel does not hold any equity shares of the company and is related to Mrs. Vidhya Bhavani (DIN – 07159576) & Mr. Viral Bhavani (DIN – 02597320).



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

The Board recommends the resolution for your approval.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Damodarbai Patel, Mrs. Vidhya Bhavani & Mr. Viral Bhavani are considered to be interested or concerned in the above resolution.

Item No. 4 –

Mr. Viral Bhavani (DIN-02597320) was appointed as an Additional Non-Executive Director of the company w.e.f 10th November, 2020. Further his appointment was regularized in 61st Annual General Meeting of the company held on 29th September, 2021 as Non-Executive Director of the company.

Considering the outstanding responsibilities undertaken and contributions made by Mr. Viral Bhavani (DIN – 02597320), Director of the company, in the development of the company and on account of trends of improved qualities of Management viz. business acumen, sagacity, practical wisdom and such other qualities which they developed during the tenure of his office, and on basis of the recommendation of Nomination and Remuneration Committee, Audit Committee, the Board of Directors of the Company (the 'Board'), at its meeting held on 26th August, 2022, has, subject to the approval of the members, recommended the appointment of Mr. Viral Bhavani (DIN – 02597320) as Whole Time Director, for a period of 3 (Three) years from 01st October, 2022 to 30th September, 2025 with such remuneration and other terms and conditions as set out in his appointment letter.

Further, members' approval is required by way of Special Resolution for appointment and payment of remuneration to Mr. Viral Bhavani (DIN-02597320) as Whole Time Director of the company.

Mr. Viral Bhavani (DIN-02597320) satisfy all the conditions as set out in Schedule V of the Act and conditions set out under sub-section (3) of section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms section 164 of the Act.

Copy of the draft letter of appointment of Mr. Viral Bhavani (DIN – 02597320) as a Whole Time Director, setting out the terms and conditions is available for physical inspection of the Members at its Registered Office at P. O. Baroda Rayon, Udhna, Surat – 394220, Gujarat, between 9:30 a.m. to 11:30 a.m. on any working day during business hours till the date of this AGM.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the remuneration of Mr. Viral Bhavani as decided by the Board is required to be approved by the Members at their meeting due to inadequacy of profits.

It is hereby confirmed that as the Company has defaulted in respect of payment of interest to secured creditors and have received prior approval from the secured creditors for payment of remuneration to Whole Time Director.

Pursuant to clause (iv) of Section II of Schedule V of the Companies Act, 2013 the following statement is given:

I.	General information:											
(1)	Nature of Industry	Textile industry / Real Estate										
(2)	Date or expected date of commencement of commercial production	The company was incorporated in the year 1958. Since August 2008 entire operational activities of textile segment are stand still. However company has also started business activities in real estate segment.										
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.										
(4)	Financial performance based on given indicators	Performance of F.Y. 2021-22: (₹ In lakhs) <table border="1"><tr><td>Revenue Income</td><td>NIL</td></tr><tr><td>Other Income</td><td>4098.08</td></tr><tr><td>Total Income</td><td>4098.08</td></tr><tr><td>Less Expenditure</td><td>(32724.90)</td></tr><tr><td>Profit/(Loss) before interest, depreciation and tax</td><td>36822.98</td></tr></table>	Revenue Income	NIL	Other Income	4098.08	Total Income	4098.08	Less Expenditure	(32724.90)	Profit/(Loss) before interest, depreciation and tax	36822.98
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The Baroda Rayon Corporation Limited
62nd Annual Report – 2021-22

		Less: Depreciation	NIL
		Interest	612.95
		Earlier year Tax	NIL
		Profit/(Loss) before exceptional/extraordinary item	36210.03
		Exceptional/Extraordinary Item	(1248.54)
		Profit/(Loss) after Taxes	37458.57
		Other comprehensive income	NIL
		Total comprehensive income	37458.57
(5)	Foreign investments or collaborations, if any.	N.A.	
II. Information about the appointee:			
(1)	Background details	He is a Commerce Graduate and Master in Business Administration (MBA) having more than 15 years of enriched and varied experience in the field of Textile Industry.	
(2)	Past remuneration	NIL	
(3)	Recognition or awards	N.A.	
(4)	Job profile and his suitability	He has been with the company for more than 1.5 years and have lead successful growth of the company.	
(5)	Remuneration proposed	As mentioned in the resolution stated above.	
(6)	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)	Considering the responsibility shouldered by him of the enhanced business activities of the company, proposed remuneration is commensurate with the industry standards and Board level positions held in similar sized and similarly positioned business,	
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	There is no pecuniary relationship with the company. He is related to Mrs. Vidhya Bhavani (DIN-07159576) & Mr. Damodarbai Patel (DIN – 00056513)	
III. Other information:			
(1)	Reasons of loss or inadequate profits	N.A. However profit is on account of transfer of property (land) to stock in trade. Entire operational activities of the company in textile segment are standstill since August, 2008.	
(2)	Steps taken or proposed to be taken for improvement	N.A.	
(3)	Expected increase in productivity and profits in measurable terms	N.A.	
IV. Disclosures:			
	The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report in the Corporate Governance Report under the heading Remuneration in Rupees paid or payable to Directors for the year ended March 31, 2022.		

Pursuant to the applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder, consent of the members is being sought by way of Special Resolution.

Mr. Viral Bhavani does not hold any equity shares of the company and is related to Mrs. Vidhya Bhavani (DIN – 07159576) & Mr. Damodarbai Patel (DIN – 00056513).

The Board recommends the resolution for your approval.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Viral Bhavani, Mr. Damodarbai Patel & Mrs. Vidhya Bhavani are considered to be interested or concerned in the above resolution.

Item No. 5 & 6 -



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

At the Annual General Meeting (“AGM”) of the Company held on 30th September, 2017, the members of the Company had accorded their consent to the Board of Directors of the Company (“Board”) for borrowing monies (apart from the temporary loans obtained from the Company’s bankers in the ordinary course of business) upto ` 500 Crores under Section 180(1)(c) of the Companies Act, 2013. The members of the Company at the said AGM had also accorded their consent to the Board to create charge on properties or assets of the Company to secure borrowings upto ` 500 crores under Section 180(1)(a) of the Companies Act, 2013.

In view of the increase in business activities, keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors at its meeting held on 26th August, 2022 proposed and approved increase in the borrowing limit from ` 500 Crores to ` 1000 Crores (Rupees One Thousand Crores) pursuant to Section 180(1)(c) of the Companies Act, 2013 and accordingly, increase the limit for creation of charge to secure the indebtedness upto the aggregate limit of ` 1000 Crores (Rupees One Thousand Crores) pursuant to Section 180(1)(a) of the Companies Act, 2013, subject to the approval of the members of the Company.

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors have the powers to borrow money, where the money to be borrowed, together the monies already borrowed by the company (apart from temporary loans obtained from the company’s bankers in the ordinary course of business) exceeds aggregate of the paid-up share capital, free reserves and securities premium of the Company, with the consent of the Shareholders of the Company by way of Special Resolution.

Further, pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors have the powers to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company with the consent of the Shareholders of the Company by way of a Special Resolution.

In order to secure the borrowings, the Company may be required to create security by way of mortgage/ charge/ hypothecation on its assets and properties both present and future. The terms of such security may include a right in certain events of default, to take over control of the said assets and properties of the Company. Since creation of charge on properties and assets of the Company with the right of taking over the control in certain events of default may be considered to be a sale/ lease/ disposal of the Company’s undertaking within the meaning of Section 180(1)(a) of the Companies Act, 2013, it is proposed to seek approval of the shareholders of the Company for increasing the existing limits to ` 1000 Crores.

Accordingly, the approval of the members of the Company is sought for increase in the borrowing limits and to secure such borrowings by the creation of charge on assets/properties of the Company upto ` 1000 Crores as stated in the resolutions.

The Board of Directors therefore recommends the resolutions as set out in Item Nos. 5 and 6 of the Notice for approval of members of the Company by way of Special Resolutions.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolutions.

ANNEXURE TO ITEM NO. 2, 3 & 4 OF THE NOTICE

Details of Director seeking Appointment/Re-appointment at the forthcoming Annual General Meeting (Pursuant to regulation 36(3) of the SEBI Listing Regulations)

Name of the Director	Mrs. Vidhya V. Bhavani	Mr. Damodarbhai B. Patel	Mr. Viral Bhavani
DIN	07159576	00056513	02597320
Date of Birth	13/09/1987	12/01/1962	10/04/1984
Date of Appointment/re-appointment	29/04/2015	12/12/2017	10/11/2020
Terms and conditions of appointment / reappointment	Director liable to retire by rotation	Re-appointment of MD for further period of 3 years.	Appointed as Whole Time Director for a period of 3 years.



The Baroda Rayon Corporation Limited

62nd Annual Report – 2021-22

Areas of Specialization	Construction and Textile Industry	Construction and Textile Industry	Textile Industries
Qualifications & Expertise	She has done Masters in Business Administration (MBA) and has more than 5 years of experience and is actively involved in the financial affairs of the company.	He is a Commerce Graduate with wide experience in Textile and Real Estate sector. He has a wide experience of over 25 years and is engaged in the day to day affairs of the company.	He is Master in Business Administration and has more than 10 years of enriched and varied experience in 'the field of Textile Industry & Real Estate.
Remuneration last drawn (incl. sitting fees, if any)	NIL	` 4 lakh p.m.	-
Remuneration proposed to be paid	NIL	` 5 lakh p.m.	` 2.5 lakhs p.m.
No. of Shares Held in the Company	NIL	NIL	-
Directorship held in other Companies	-	Aalidhra and Bhavani Clinkers Limited	-
Chairman/member of the Committee of the Board of Directors of other Companies	-	-	-
Relationship with other Directors and Key Managerial Personnel	1) Daughter in law of Mr. Damodarbai Patel – Managing Director. 2) Spouse of Mr. Viral Bhavani – Non Executive Director	1) Father in law of Mrs. Vidhya Bhavani, Non executive Director. 2) Father of Mr. Viral Bhavani, Non Executive Director.	1) He is son of Mr. Damodarbai Patel (DIN-00056513) Chairman & Managing Director. 2) He is spouse of Mrs. Vidhya Bhavani (DIN-07159576) Non-Executive Director.

By order of the Board of Directors

Place: Surat
Date: 26thAugust, 2022

Kunjai Desai
Company Secretary
ACS-40809

Registered Office:-
P O Fatehnagar, Udhna,
Surat – 394 220

ROUTE MAP TO THE VENUE OF AGM

