

**MPS Infotecnics Limited**

CIN: L30007DL1989PLC131190



To,

**Date: 08<sup>th</sup> December,2020**

**The Manager-Listing**

National Stock Exchange of India Limited  
Exchange Plaza,C-1,Block-G,  
Bandra Kurla Complex (E),  
Mumbai-400051

**The Manager-Listing**

BSE Limited  
FLOOR 25, P J Towers,  
Dalal Street,Mumbai-400001

**NSE Symbol- VISESHINFO**

**Scrip Code-532411**

**Sub: Submission of Published 31<sup>st</sup> Annual General Meeting, Book Closure and Remote E-Voting**

Dear Sir,

Pursuant to Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the newspaper publication, informing the members inter-alia, regarding convening the 31<sup>st</sup> Annual General Meeting, Notice of Annual General Meeting, Book Closure & Instructions of Remote E-Voting in English & Hindi edition of "**Business Standard**" on December 8<sup>th</sup>, 2020.

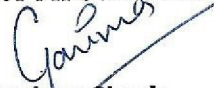
The same is also available on the Company's Website [www.mpsinfotec.com](http://www.mpsinfotec.com) under Investor Zone.

Kindly take the above information on your records.

Thanking You

**Yours faithfully**

**For MPS Infotecnics Limited**

  
**Garima Singh**  
Company secretary



# Tata empire faces tough decision over airline biz

ANURAG KOTOKY & RAGINI SAXENA  
7 December

Ratan Tata is no stranger to flying. As a 17-year-old, the patriarch of India's biggest conglomerate once landed a plane that had lost its sole engine mid-flight. He's also piloted the supersonic F-16 fighter jet. That love of aviation hasn't always translated into business success, however. Tata Group's airlines — AirAsia India and Vistara — were struggling before the pandemic. Covid-19 put the sprawling Tata Sons, which owns a 51 per cent stake in each, at a crossroads.

Either go big, by buying state-run Air India, for example, or bow out before spilling more red ink. The Tatas "are caught between a rock and a hard place", said Mukund Rajan, a former member of the group's executive council who's now the chairman of an investment advisory firm focused on environment, social and governance issues. "The only option to run a successful airline is to seek scale. This would require the Tatas to deploy significantly more capital than they have. Absent ambition and scale, the prospects for success are probably very remote."

India has been trying unsuccessfully to sell its unprofitable national airline for years. Tata Group, although aviation only accounts for a small share of its total revenue, is often pinpointed by local media as the most likely suitor. The government has repeatedly sweetened the terms to woo buyers, but Tata Group, which was previously evaluating the proposal, hasn't said whether it will bid.

Tata's airline predicament isn't unique. Warren Buffett exited his positions in all airline stocks this year saying the pandemic may have fundamentally changed the business. Richard Branson once said, "If you want to be a millionaire, start with a billion dollars and launch a new airline."

## First pilot

But what sets the Tata Group apart is its seemingly single-minded devotion toward making an airline work at any cost. Vistara and AirAsia India have never made money and have lost \$845 million combined through March, according to estimates from the CAPA Centre for Aviation.

Even Cyrus Mistry, who succeeded Ratan Tata as the chairman but was later ousted, raised the alarm, saying in an October 2016 letter that his pushback regarding a deal with AirAsia was "futile". Mistry was similarly displeased with the Vistara venture with Singapore Airlines.

For the \$113-billion Tata Group, it's also a question of holding onto a rich heritage. Ratan Tata's predecessor, JRD Tata, was India's first licensed pilot and started Tata Airlines in 1932 as the nation's first carrier, flying mail between Karachi in then-undivided, British-ruled India and Bombay (Tata Airlines was later nationalised and morphed into Air India).

When India began to allow private airlines in the early 1990s, Tata's interest was piqued again. In 1994, the group came up with an ambitious plan to start an airline with 100 planes in partnership with Singapore Airlines, but



Ratan Tata after flying the US F-18 aircraft as a co-pilot during the Aero India 2007 air show in Bengaluru

## SINGAPORE AIRLINES, VISTARA SIGN COMMERCIAL COOPERATION DEAL

Singapore Airlines and Vistara have signed a commercial cooperation framework agreement that will allow them to harmonise efforts in capacity planning, sales, marketing, joint fare products, customer services and operations, an official statement said on Monday. The deal is an extension of a codeshare partnership between the airlines. "Strengthening the partnership will allow both to achieve further synergies on services between Singapore and India, as well as in the key regions of Southeast Asia, Australia, and New Zealand," the airlines said. The commercial cooperation framework agreement is subject to regulatory approval in Singapore.

the government refused to allow a foreign entrant and project was quashed. In 2000, Tata again teamed up with Singapore Air to bid for a stake in Air India when the then-government sought to sell shares in the state-owned carrier. The plan was later dropped because of political opposition. "Airlines are very competitive and capital intensive and running one is difficult," said Shiram Subramanian, founder of proxy advisory firm InGovern Research Services. "Tata Group invested in two with two different partners. It's not clear what the group was trying to achieve."

AirAsia India and Vistara have distinct issues. The fate of the former, a low-cost joint venture with Malaysian tycoon Tony Fernandes' AirAsia, hangs in the balance after the Malaysian group halted new funding. Launched in 2014, AirAsia India vowed to make money within four months and planned to lure passengers with cheap prices. But it faced cut-throat competition in a crowded market.

In an interview Monday on *Bloomberg Television*, Fernandes said AirAsia is evaluating its airline venture with Tata Group, while the two companies expand their relationship in digital business. "At the right time we will make the announcements, but definitely our strength is Southeast Asia and that's where most of our expansion is going to be over the next two to three years," he said.

Vistara, started in 2015, pitched itself at the other end of the spectrum — a carrier with a business-class cabin on all planes. However, if video-tech limited the need for corporate travel, the pandemic put

an end to it. Vistara has deferred taking delivery of some new aircraft as demand slumps, delaying expansion.

But even before Covid a culture that saw both airlines run almost solely by the foreign partners was a key problem, according to people familiar with the inner workings of the group's aviation business. The top management at both airlines were appointed by executives in Singapore or Malaysia and struggled to implement a business plan for India that worked, they said, asking not to be identified.

Representatives from Tata Group, AirAsia India, and Vistara declined to comment.

## Five-star hotels

In high-end restaurants around Vistara's headquarters near New Delhi, Singapore Airlines appointees would regularly lunch together, creating a culture of exclusion, two of the people said. Singapore Airlines, and not Vistara, reviews the annual performance of people appointed by the foreign airline, and the so-called "Singapore Airlines secondoes" also reside in five-star hotels and send their children to the most-expensive schools, the people said.

Those benefits were not given to people appointed by the Indian group, they said. At AirAsia India, local executives had to get Malaysia's approval for every decision until the end of 2018, before Tata Group intervened after a series of corruption allegations tainted the brand's image.

The CBI is investigating Fernandes and other officials for allegedly paying bribes to influence policy. Both AirAsia Group and AirAsia India have denied any wrongdoing.

The lack of an aviation-in-charge person at Tata Group was also a challenge and meant Vistara and AirAsia India ended up competing for the same flyers, the people said. The business model of market leader IndiGo, run by InterGlobe Aviation and which has made money year after year selling cheap tickets for on-time flights, wasn't seriously studied or replicated, they said.

Apart from Ratan Tata — who retired around the time the ventures were established only to come back as interim chairman in 2016 — other board members were neither familiar with nor keen to address the needs of the businesses, which prevented the two competing airlines from scaling up or placing mega plane orders to secure big discounts, one said.

## Other struggles

Airlines aren't the only sector in which the 152-year-old conglomerate has struggled.

Tata Steel, which bought Corus Group for about \$13 billion in 2007, said it's reviewing its options to make the UK business self-sustaining. Tata Motors, which bought Jaguar Land Rover in 2008 for \$2.3 billion, has faced losses amid intense competition, prompting Sanford C Bernstein analysts to say BMW should buy the "severely challenged" luxury carmaker. The firms' telecommunications business was also mired in a \$1.2-billion dispute with Japanese firm NTT Docomo, a disagreement that was settled in 2017.

"If you take all the Tata firms, their profitability record isn't exactly brilliant. Only Tata Consultancy Services has been a consistent performer," said Deepak Mohoni, founder of business consultancy Trendwatch India. "We really have to ask, why are the Tatas trying to get into airlines in the first place? JRD nostalgia?"

## Still there is hope

But with a more focused approach, the Tatas can still succeed in aviation, according to Vaniki Joshi Lohani, an associate dean of the business school at Jawaharlal Nehru University. Lohani, studying Tata's foray into airlines, said the group should make a play for Air India.

"Tata should focus on creating one low-cost airline in a price-sensitive market," she said. "Operating expenses, taxes and regulations in India may make full-service carriers unsustainable. Although Air India hasn't made money since a 2007 merger with Indian Airlines and is surviving on a large taxpayer-funded bailout, a takeover would give Tata overnight access to "hundreds of trained pilots, a ready-made fleet and an opportunity to quickly expand in lucrative airports in London and New York," Lohani said.

But Air also comes with a highly bureaucratic structure, an unionised workforce and branding complications. It's also not clear whether the government would allow a new buyer to let go of excess staff or scrap the legacy Air India brand. "Tata is obsessed with airlines," said Arun Kejriwal, founder of investment advisory firm Kris Capital. "He's not going give up on airlines so easily."

BLOOMBERG

# Jet will tap under-served cargo biz: Jalan-Kalrock consortium

PRESS TRUST OF INDIA  
Mumbai, 7 December

The consortium of UAE-based businessmen Murari Lal Jalan and London's Kalrock Capital — which has won the bid to revive Jet Airways — on Monday said it expected to start operating the airline by the summer of 2021.

The consortium is also planning to increase cargo services to include dedicated freighter service, a market currently under-served by any Indian carrier, it said, adding that given India's position as a leading centre for global vaccine manufacturing, cargo services have never been more required.

The consortium is awaiting the National Company Law Tribunal's and other regulatory approvals, including reinstatement of slots and bilateral traffic rights by the civil aviation ministry and Directorate General of Civil Aviation.

The committee of creditors (CoC) has



MAY START FLYING IN SUMMER OF 2021

approved the airline's revival plan submitted by the consortium in October. Jet was grounded on April 17 due to liquidity crisis and subsequently went into administration in June 2019.

"Jet intends to operate all of its historic domestic slots in India and restart international operations. The Jet 2.0 programme is aimed at reviving the past glory of Jet, with a fresh set of processes and systems to ensure greater efficiency and productivity across all routes."

"If everything goes according to plan and the consortium receives approvals on time, Jet would be back in the skies by the summer of 2021," the consortium said.

Jet 2.0 hubs will remain in Delhi, Mumbai, and Bengaluru like before as the revival plan proposes to support tier-2 and -3 cities by creating sub-hubs.

The consortium had evaluated starting a new airline but some of the inherent strengths of Jet like optimal flight slots, brand value, and reputation for best-in-class in-flight service and safety, giving Jet 2.0 an edge over others, were too tempting to resist, the release said.

The consortium has decided that it would be advantageous to start Jet on a clean slate with a tag of being the best corporate full-service airline, it said.

"We aim to re-energise the brand by infusing energy, warmth, and vibrancy into it while making it bigger and better," Manoj Narendar Madhani, board member of the consortium, said.

**National Securities Depository Limited**  
Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013.

**Notice**

This is to bring to the notice of general public that Participanship of Karvy Stock Broking Limited (KSBL) (DP ID IN300394, IN301557, IN301926 and IN302470) has been terminated under provisions of NSDL Bye Law 6.5.1 and KSBL has been advised to take steps for closure of its depository operations.

All Clients are hereby advised that they should take steps to open new account with any other Participant and get their securities transferred to that account held with another Participant or get the same rematerialised at the earliest. In case any client has any grievance or dispute in respect of the depository services rendered by KSBL while it was functioning as a Participant of NSDL, he/she/it may report the same in writing to The Officer Incharge, Investor Relationship Cell, National Securities Depository Limited, 4th Floor, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, before December 31, 2020 or email at [relations@nsdl.co.in](mailto:relations@nsdl.co.in). No grievances/claims/ disputes etc. will be entertained after this date.

**For National Securities Depository Limited**  
Sd/-  
Deepak Chandna  
Vice President

**MPS INFOTECNICS LIMITED**  
CIN: L30007DL1989PLC131190  
Regd. Off.: 703, Arunachal Building, 19, Barakhamba Road, New Delhi 110001  
Tel.: +91 11 43571043 - 44; Fax: +91 11 43571047  
E-mail: [info@mpsinfotec.com](mailto:info@mpsinfotec.com); Website: [www.mpsinfotec.com](http://www.mpsinfotec.com)

**NOTICE OF ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E VOTING INFORMATION**

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting (AGM) of the Company will be held on Monday, December 30<sup>th</sup>, 2020 at 10.00 A.M. at the registered office of the company at 703, Arunachal Building, 19 Barakhamba Road, Connaught Place, New Delhi-110001 to transact the business set out in the Notice dated 30<sup>th</sup> November, 2020 convening the AGM.

The electronic copy of the Annual Report for the financial year 2019-20 containing inter-alia, the Notice of AGM will be sent to the members whose email id are registered with the Company or Depository Participant(s) and physical copy will be sent to all other members at their registered addresses by the permitted mode on 7<sup>th</sup> December, 2020 and will be sent to those who have requested for a copy.

Pursuant to regulation 42 of the Listing Regulations, 2015, and section 91 of the Companies Act, 2013 along with the applicable rules made thereunder, it is hereby intimated that the register of members and share transfer Books of the Company will remain closed from Thursday, the 24<sup>th</sup> December, 2020 to Wednesday, the 30<sup>th</sup> December, 2020 for the purpose of AGM.

As per 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its members with the facility to cast their vote electronically through the remote e-voting services and through ballot form where members do not have access to remote e-voting facility, on all the resolutions set forth in the Notice of the 31<sup>st</sup> AGM, through electronic voting system on Central Depository Services Limited (CDSL). The business stated in the Notice may be transacted through voting by electronic means. The details pursuant to provisions of the Act and the Rules are given hereunder:

- The Business may be transacted through voting by electronic means.
- The date and time of commencement of remote e-voting: 27<sup>th</sup> December, 2020, 9:00 AM.
- The date and time of end of remote e-voting: 29<sup>th</sup> December, 2020, 5:00 PM
- Cut-off date: 18<sup>th</sup> December, 2020.
- Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of the AGM and holding shares as of the cut-off date i.e. December 18, 2020 can follow the process for generating the Login ID and Password as provided in the Notice of the AGM, if their PAN is updated with their Depository Participants. However, such members who have not updated their PAN with their Depository Participants, their Login ID and Sequence No. will be sent separately by electronic or physical means for generation of password. If such a person is already registered with CDSL for e-voting, existing User ID and Password can be used for casting vote.
- The members may note-
  - Remote e-voting shall not be allowed beyond 29<sup>th</sup> December, 2020, 5:00 PM
  - The facility for voting through polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper.
  - A member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting; and
  - Person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as of the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting in the Annual General Meeting.
- The notice of the Annual General Meeting along with e-voting instructions has also been displayed on the website of the Company [www.mpsinfotec.com](http://www.mpsinfotec.com) and on the website of the agency [www.evotingindia.com](http://www.evotingindia.com).
- Members are requested to read the instructions pertaining to e-voting as printed in the AGM Notice carefully. In case members have any queries or issues regarding e-voting, they may refer the Frequently Asked Questions (FAQ) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- Shareholders may contact Registrar & Share Transfer Agent, M/s MAS Services Limited, contact no. 26387291-83 or their respective Depositories for registration/update of their email IDs and other matters.

Members are also requested to register their email ID, PAN & bank accounts details with the RTA/ Company. Necessary communication in this regard has already been sent separately to members by the company.

**For MPS Infotecnics Limited**  
Sd/-  
Garima Singh  
Company Secretary

Place : New Delhi  
Date : 7<sup>th</sup> December, 2020

**NAZARA TECHNOLOGIES LIMITED**  
CIN: U72900MH1999PLC122970  
Regd. Office: 51-57, Maker Chambers 3, Nariman Point, Mumbai - 400021  
Tel.: +91-22-40330800 Fax: +91-22-22810606  
Email: [info@nazara.com](mailto:info@nazara.com) | Website: [corp.nazara.com](http://corp.nazara.com)

**NOTICE TO MEMBER(S)**

**INFORMATION REGARDING 21<sup>st</sup> ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD THROUGH VIDEO CONFERENCE / OTHER AUDIO-VISUAL MEANS ("VC/OAVM")**

The Members are hereby informed that pursuant to the general permission granted by the Registrar of Companies, Maharashtra, Mumbai vide Order dated 08<sup>th</sup> September, 2020, the 21<sup>st</sup> Annual General Meeting ("AGM") of the Members of Nazara Technologies Limited ("the Company") will be held on Wednesday, 30<sup>th</sup> December, 2020 at 03.30 PM. (IST) through VC/OAVM to transact the businesses as set out in the Notice of 21<sup>st</sup> AGM which will be e-mailed separately to the members in due course.

Pursuant to the General Circular numbers 20/2020 dated 5<sup>th</sup> May, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 14/2020 dated 8<sup>th</sup> April, 2020 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred as "the Circulars"), Companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. In compliance with the aforesaid Circulars and the Companies Act, 2013 ("the Act"), the AGM of the Company will be held through VC/OAVM.

Notice and the Annual Report for the financial year ended 31<sup>st</sup> March 2020 will be sent electronically to those Members whose e-mail address(es) are registered with the Company/Depository Participant(s)/Registrar and Share Transfer Agent. The copy of the Notice will also be made available on the website of the Company viz. [corp.nazara.com](http://corp.nazara.com) and on the website of RTA "Link Intime India Pvt. Ltd. viz. <https://instavote.linkintime.co.in>.

In line with the Circulars issued by MCA members are advised to update their Email addresses in order to receive electronic copies of Annual Report/login credentials, in the manner mentioned below:

Members holding shares in physical mode	Members holding the shares in physical form are requested to submit request letter specifying their Follo No, Name, 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 Link Intime India Private Limited, Registrar and Share Transfer Agent at <a href="mailto:mt.helpdesk@linkintime.co.in">mt.helpdesk@linkintime.co.in</a>
Members holding shares in dematerialized mode	Members holding shares in dematerialised form are requested to register their email ID with depositories through their respective Depository Participant(s).

## VOTING THROUGH ELECTRONIC MODE (E-VOTING):

The Company has entered into agreement with Link Intime India Private Limited, authorized e-voting agency, for facilitating voting through electronic means ("remote e-voting") to enable the members to exercise their right to vote on the resolution proposed to be passed at the AGM to be held on 30<sup>th</sup> December, 2020 via VC/OAVM as well as for the members who are present at the AGM through VC/OAVM facility and wish to cast their vote during the AGM, through e-voting system ("e-voting")

The manner of "remote e-voting" and "e-voting" during the AGM, for members holding shares in physical mode, dematerialized mode and for members who have not registered their e-mail addresses will be provided in the Notice of the AGM.

In case of any queries or issues regarding e-voting/remote e-voting, members may contact to Mr. Rajiv Ranjan at the designated e-mail ID: [rajiv.ranjan@linkintime.co.in](mailto:rajiv.ranjan@linkintime.co.in) or may call at 022-49186000

**For NAZARA TECHNOLOGIES LIMITED**  
Sd/-  
Vikash Mittarsani  
Chairman AMD  
DIN: 00156740

Place : Mumbai  
Date : December 07, 2020

**Central Bank of India**  
www.centralbankofindia.co.in

Central Office: Chandernaghi, Nariman Point, Mumbai - 400 021

**SALE OF NON PERFORMING FINANCIAL ASSETS**

Central Bank of India proposes to sell NPA Loan account M/s. Varsana Spsat Ltd to eligible purchasers in terms of the guidelines issued by the Reserve Bank of India and the provisions of SARFAESI Act 2002.

For further details please visit our Website [www.centralbankofindia.co.in](http://www.centralbankofindia.co.in) (Under E-Auction)

Place : Mumbai  
Date : 08.12.2020

**GENERAL MANAGER (SAM & RECOVERY)**

**Hindustan Engineering & Industries Ltd.**  
Registered Office: Mody Building 27, Sir R. N. Mukherjee Road, Kolkata-700001  
CIN: U93000WB1998PLC086303; Phone: 033 2246 0166; Fax: 033 22481922  
Email: [ho@heindia.com](mailto:ho@heindia.com); Website: [www.heindia.com](http://www.heindia.com)

## NOTICE

NOTICE is hereby given that the 23<sup>rd</sup> (TWENTY THIRD) Annual General Meeting ("AGM" or the "Meeting") of the members of HINDUSTHAN ENGINEERING & INDUSTRIES LIMITED (the Company) will be held on Thursday, 31st December, 2020 at 2.00 P.M. (IST) through Video Conferencing or Other Audio Visual Means (VC/OAVM) to transact the businesses as set out in the Notice convening the Meeting (Notice) in compliance with applicable provision of the Companies Act, 2013 ("Act") read with General Circular No 14/2020, No. 17/2020 and No. 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 issued by the Ministry of Corporate Affairs ("MCA/Circulars").

NOTICE is also hereby given that pursuant to Section 91 of the Companies Act, 2013 read with Companies (Management and Administration) Rules 2014, the Register of Members and Share transfer Books of the Company will remain closed from 25th December 2020 to 31st December 2020 (Both days inclusive) for the purpose of AGM.

In accordance with the above circulars, the Company has completed dispatch of the Notice along with the Annual Report of the Company for the financial year ended March 31, 2020 on 5th December, 2020 through electronic mode only to those Members whose e-mail addresses are registered with the Company/ the Registrar and Share Transfer Agent of the Company/ Depository Participant(s). The Notice of AGM is available on the e-Voting website of NSDL (Agency engaged for providing e-Voting facility) viz., [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Members are also requested to refer to newspaper publication dated 3rd December, 2020, issued by the Company in Business Standard (English) and Arthik Lipi (Bengali) for other details pertaining to the meeting. The said advertisement is also available on the website of the Company.

Pursuant to Section 108 of the Companies Act, 2013 and the relevant Rules, the Company has entered into an Agreement with National Securities Depository Limited (NSDL) to facilitate the Members to exercise their vote by electronic means on each item of Business set forth in the Notice. The detailed process for participating in e-voting is available in the Notice of the Meeting. Details for attending the AGM through VC/OAVM and manner of casting vote through remote e-voting and e-voting system during the AGM have been provided in the Notice of AGM.

Any person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as of the cut-off date, i.e. Thursday, 24th December, 2020 shall be entitled to avail the facility of remote e-voting/e-voting at the Meeting. A person who is not a member as of the cut-off date should treat the Notice for information purpose only. The remote e-voting period commences on Monday, 28th December, 2020 at 9.00 A.M. and ends on Wednesday, 30th December, 2020 at 5.00 P.M. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled upon expiry of aforesaid period.

Only those members, who are present in the meeting through VC/OAVM and have not casted their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the AGM. However, Members who would have cast their votes by remote e-voting may attend the Meeting, but shall neither be allowed to change it subsequently nor cast votes again during the Meeting. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as of the cut-off date.

Any person, who acquires shares in the Company and becomes a Member of the Company after dispatch of the Notice of the AGM and holding shares as of the cut-off date, i.e., Thursday, 24th December, 2020, may obtain the Login User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [ra@cbml.com](mailto:ra@cbml.com). However, if the person is already registered with NSDL for e-voting then existing User ID and Password can be used for casting the votes.

The Company has appointed Shri Raj Kumar Banthia, (Membership No. ACS-17190 & CP No. 18428) Partner, M/s MKB & Associates, Company Secretaries, Kolkata as the Scrutinizer to scrutinize the e-voting process and voting process at AGM in a fair and transparent manner. The result of voting would be declared as stipulated under the relevant Rules and will also be posted on the Company's Website.

For any queries or issues regarding e-voting, please refer to the FAQs (Frequently Asked Questions) and remote e-voting user manual for members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the Toll free No- 1800-222-990.

For any grievances in the matter of e-voting, member may contact: Mr. Amit Vishal, Senior Manager / M/s. Pallavi Mhatre, Assistant Manager, NSDL, 5<sup>th</sup> Floor, A Wing, Trade World, Kamla Mills Compound, Lower Parel, Mumbai-400013, Phone No. 022-24994360/022-24994545 or toll free No.-1800-222-990 or email at [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in) / [pallavi@nsdl.co.in](mailto:pallavi@nsdl.co.in) and [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

By Order of the Board  
Hindustan Engineering & Industries Ltd.  
Sd/-  
R. K. Agarwal  
(Company Secretary)

Place: Kolkata  
Date : 7th December, 2020

**BMW Industries Limited**  
CIN: L51109WB1981PLC034212  
Regd. Office: 119 Park Street, White House, 3rd Floor, Kolkata - 700 016, E-mail: [info@bmwll.co.in](mailto:info@bmwll.co.in)  
Tel: +91 33 4007 1704, Fax: +91 33 4007 1704

**NOTICE TO THE MEMBERS**

1. Notice is hereby given that the 38th Annual General Meeting (AGM) of Members of the Company has been rescheduled to be held on Wednesday, the 30th December 2020 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 ("the Act") and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with General Circular No. 14/2020 dated 8th April 2020, no. 17/2020 dated 13th April 2020, 20/2020 dated 05th May 2020, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular"), without the physical presence of the Members at a common venue. Hence Members can attend and participate in the AGM through VC/OAVM facility only.

2. In compliance with the above Circulars, soft copies of the Notice of the 38th AGM and the Annual Report of the Company for the year ended 31st March 2020 ("Annual Report") will be sent only by email to all those Members, whose email addresses are registered with the Company/ Company's Registrar & Share Transfer Agent (RTA) i.e. M/s ABS Consultant Pvt. Ltd. or with their respective Depository Participants ("Depository"). The instructions for joining the 38th AGM and the manner of participation in the remote electronic voting or casting vote through the e-voting system during the 38th AGM are provided in the Notice of the 38th AGM. Members participating through the VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. The Notice of the 38th AGM and the Annual Report will also be available on the website of the Company i.e. [www.bmwll.co.in](http://www.bmwll.co.in) and websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the AGM Notice will also be available on the website of Central Depository Services Ltd. (CDSL) (Agency for providing the Remote e-Voting facility) at [www.evotingindia.com](http://www.evotingindia.com)

3. Members holding shares in physical mode who have not yet registered/updated their email addresses with the Company can get the same registered and obtain Notice of the 38th AGM, Annual Report and/or login details for joining the 38th AGM through VC/OAVM facility including e-voting, by sending an email requesting for update/ registration of mail id with scanned copy of the following documents by email to [info@bmwll.co.in](mailto:info@bmwll.co.in) or, Company's Registrar and Share Transfer Agent email id at [absconsultant99@gmail.com](mailto:absconsultant99@gmail.com)

a. Assigned request letter mentioning your name, folio number and complete address;  
b. Self-attested scanned copy of the PAN Card; and  
c. Self-attested scanned copy of any document (such as AADHAR Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

4. Members holding shares in physical form who have not yet updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate to receive dividends directly into their bank account electronically, by sending an email requesting for update/ registration of Bank Mandate with a copy of PAN card, cancelled cheque with name printed on cheque, copy of share certificate or any letter received from the Company or dividend warrant where folio number is mentioned to the Company's email id at [info@bmwll.co.in](mailto:info@bmwll.co.in) or, Company's Registrar and Share Transfer Agent email id at [absconsultant99@gmail.com](mailto:absconsultant99@gmail.com).

5. Members holding shares in Demat form are requested to update their email address/ Electronic Bank Mandate with their Depository.

6. Notice is further given pursuant to section 91 of the Companies Act, 20



