



15th August, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai-400001

Scrip Code - 542057

Sub: Proceedings of the 24th Annual General Meeting of the Company held on 14th August, 2020 through Video Conferencing / Other Audio Visual Means pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith in Annexure – I, the proceedings of the 24th Annual General Meeting (“AGM”) of the Company, which was held on 14th August, 2020 at 4pm am (IST) through Video Conferencing / Other Audio Visual Means, without the physical presence of the shareholders at the registered office of the company situated at 112 Raja Ram Mohan Roy Sarani, Kolkata 700009. The AGM was held through Video Conferencing / Other Audio Visual Means in compliance with the Ministry of Corporate Affairs Circular No. 14/2020 dated April 8, 2020, Circular no. 17/2020 dated April 13, 2020 and Circular No.20/2020 dated May 05, 2020, prescribing the procedures and manner of conducting Annual General Meeting through VC/OAVM and relevant provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

You are requested to kindly take the same on record.

Yours faithfully,
BCPL Railway Infrastructure Ltd.

Devshree Sinha
Company Secretary & Compliance Officer
ACS 21786

Contact no: + 91 9674911121

REGISTERED OFFICE



PROCEEDINGS OF THE 24TH ANNUAL GENERAL MEETING OF BCPL RAILWAY INFRASTRUCTURE LIMITED HELD THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) ON FRIDAY, 14TH AUGUST, 2020 AT 4:00 AM (IST)

The 24th Annual General Meeting (“AGM”) of the members of BCPL Railway Infrastructure Limited was held on Friday, 14th August, 2020 at 4:00 pm (IST) through video conferencing (“VC”) / other audio visual means (“OAVM”) in compliance with the MCA Circular No. 14/2020 dated April 8, 2020, Circular no. 17/2020 dated April 13, 2020 and Circular No.20/2020 dated May 05, 2020 regarding holding of the AGM through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue.

Mr. Aparesh Nandi, Chairman and Director, occupied the Chair as the Chairman of the AGM. Mr. Aparesh Nandi, the Chairman welcomed the members to the 24th AGM. The Chairman informed that due to COVID-19 pandemic, the AGM is held through infrastructure provided by CDSL in compliance with the Companies Act 2013, read with specific circulars issued by the Ministry of Corporate Affairs, Government of India. The Chairman stated that as informed by Ms. Devshree Sinha, Company Secretary, the necessary quorum was present and called the meeting to be in order. Chairman stated that as statutorily required the Chairman of Audit Committee, Stakeholders Relationship Committee and the Nomination and Remuneration Committee were also present.

Chairman welcomed the Directors on Board. He welcomed Mr Jayanta Kumar Ghosh, the Managing Director of the Company, Mr Uday Narayan Singh, the Executive Director & CFO of the Company and Dr Bhaskar Banerjee, the Advisor to the Board of Directors, the Independent Directors of the Company namely Dr Sanghamitra Mukherjee, Mr Vijay Mehta and Mr Swapan Kumar Chakraborty. He also welcomed the representative of the statutory Auditor of the Company, Mr Ramakant Sureka and the Secretarial Auditor of the Company.

The Chairman said that apart from Directors, several members have joined from their respective locations.

Thereafter, Chairman informed the members about, inter-alia, the impact of COVID-19 pandemic on the Company and the current business aspect.

At this stage the Chairman handed over proceedings to Mr. Jayanta Kumar Ghosh, the Managing Director to speak on the performance of the Company during this pandemic situation.

Mr. Jayanta Kumar Ghosh gave a speech to the members on the performance of the Company during this pandemic situation.

After this, proceeding of the meeting was handed over to Dr Bhaskar Banerjee, Advisor to the Board to inform the members regarding the financial performance of the Company. Dr Banerjee made an in-depth analysis of the financial performance, the functioning of the company and the corporate governance of the company.



Thereafter, Mr. Uday Narayan Singh, Executive Director & CFO of the Company was handed over the proceedings to inform the members about the financial performance of the Company in recent pandemic situation.

Mr Uday Narayan Singh explained the members about the financial performance of the Company surpassing the 120 cr mark in the year 2019-20.

Pursuant to the provisions of Companies Act, 2013 and the SEBI Listing Regulations, the Company has provided facility for voting by electronic means to all its members to enable them to cast their votes electronically so that business may be transacted through such e-voting and that for this purpose, the Company has availed the services of Central Depository Services (India) Limited for facilitating voting through electronic means. The Company provided remote e-voting facility to all persons who were members on Friday, August 7, 2020, being the cut-off date to vote on all the 3 resolutions set out in the notice of AGM. Members attending the AGM today who have not cast their vote by remote e-voting are entitled to exercise their right to vote by e-voting and that M/s. Nawalgaria Sandeep & Co, Chartered Accountant has been appointed by the Board as the Scrutinizer for scrutiny of e-voting at this AGM and remote e-voting before the AGM.

The results of voting will be declared in due course after considering the e-voting done during the AGM by members participating in this AGM and the remote e-voting already done by members and that the results along with scrutinizer report shall be submitted to the stock exchange i.e. BSE Limited and shall also be placed on the website of the Company.

The meeting is convened through VC, resolutions have already been put to vote through remote e-voting and the requirement to propose and second is not relevant.

The formal resolution was read out to the members for adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2020, the Reports of the Directors' and Auditors' thereon and other reports and documents forming part of the Directors' Report alongwith the annexure thereto for approval of the shareholders.

Resolution no. 2 and no. 3 forming part of the Notice, were also read out to the shareholders.

Shareholders who have not already voted to exercise their voting using e- voting Platform of CDSL were informed that the e-voting module of CDSL will be open till 15 minutes after the conclusion of the meeting.

No request from members to speak at the AGM or raising their queries has been received by the Company.

Chairman concluded the meeting by thanking the members for attending the AGM and for active support of members.

The meeting concluded was concluded with vote of thanks to the attendees.