



**BRNL/CS/2021-22/21**  
**7th September, 2021**

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001  
**(BSE Scrip Code: 540700)**

**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor, Plot no. C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051  
**(NSE Symbol: BRNL)**

**Ref: 14th Annual General Meeting (AGM) – September 29, 2021**

**Sub: Submission of copies of Newspaper advertisement pursuant to Regulation 30 & 47 of the SEBI (LODR) Regulations, 2015**

Dear Sir,

Pursuant to Regulation 30 & 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copies of notice published in newspapers viz., 'Mint' (English) and 'Aajkaal' (Bengali) on September 06, 2021.

This is for your information and record.

Yours faithfully,

For **Bharat Road Network Limited**

**Naresh Mathur**  
Company Secretary  
FCS 4796



**Bharat Road Network Limited**

CIN: L45203WB2006PLC112235

Registered Office: Plot No. X1 – 2 & 3, Ground Floor, Block – EP, Sector – V, Salt Lake City, Kolkata – 700 091

Tel.: +91 33 6602 3609 Email: corporate@brnl.in

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# Sexual harassment cases at offices decline in FY21

Complaints pending resolution, however, increased 5% due to lockdown

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MUMBAI

Sexual harassment cases at workplaces in India's largest companies fell sharply in the last financial year as these organizations shifted to remote and hybrid work models following the coronavirus outbreak.

The total number of sexual harassment complaints at workplaces in 44 Nifty companies fell 38.26% in FY21, showed data analysed by anti-sexual harassment advisory complykaro.com from company annual reports. These companies received a total of 455 complaints of sexual harassment in the year ended 31 March, compared with 737 and 739 in FY20 and FY19 respectively.

Gradual implementation of prevention of sexual harassment at the workplace (PoSH) measures were resumed via online e-module trainings and webinars, said Vishal Kedia, PoSH expert and founder, Complykaro Services.

"Urge to interact with people other than family members results in some people going overboard and violating personal space in their interaction with colleagues over digital platforms leading to PoSH complaints. There were repeated instances of employees calling up women colleagues at odd hours without justification and indulging in conversations of personal nature," Kedia said. "Another challenge that arose because of the work-from-home system, was the delay in redressing PoSH complaints and conducting and documenting PoSH inquiries over digital platforms."

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, mandates listed companies to annually report the number of sexual harassment cases and the steps

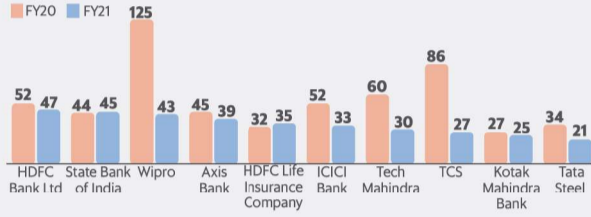
## Drastic decline

The total number of sexual harassment complaints at workplaces fell 38.26% in FY21, with HDFC Bank receiving the most complaints.

### Total sexual harassment cases received among Nifty 50 companies\*



### Companies with the highest number of complaints



\*includes 44 Nifty 50 companies

Source: Complykaro, annual reports

taken for redressal.

The data analysis showed that no company received more than 50 complaints in FY21, while five companies received 50 or more complaints in FY20. Six companies did not report any case of sexual harassment for the sixth consecutive year. These are Adani Ports and Special Economic

FY21 rose 5%, indicating challenges being faced by internal complaint committees (ICCs) of organizations in timely redressal of such complaints during the lockdown.

Among firms, HDFC Bank received the most complaints at 47 in FY21, though this was 10% lower than the previous year. This was followed by State Bank of India

with 45 cases. Wipro showed the maximum reduction of complaints compared to earlier years, recording a 65% decline to 39 in FY21 from 125 in FY20. Other Nifty companies, which saw a high number of cases are Axis Bank (39), HDFC Life Insurance (39), ICICI Bank (33), Tech Mahindra (30), Tata Consultancy Services (27), Kotak Mahindra Bank (25), and Tata Steel (21).

A major challenge in a virtual workplace was to ensure confidentiality and put in place appropriate data and security measures while conducting virtual investigations, a spokesperson for Wipro said.

## WORKPLACE IMPROPRIETY

**NO** firm received over 50 complaints in FY21 while 5 received 50 or more complaints in FY20

**SIX** companies did not report any case of sexual harassment for the sixth consecutive year

**PVT** firms reported more incidents of sexual harassment at workplaces than govt-owned ones

Zone, Bajaj Finserv, Coal India, Reliance Industries, UPL and Shree Cement.

The data also showed that private firms reported more incidents of sexual harassment at workplaces than government-owned ones during FY21.

However, sexual harassment complaints pending resolution at the end of

# NARCL to fix a fee to manage bad assets

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MUMBAI

The management of India's bad bank is discussing the modalities of how much lenders would have to cough up as yearly fee in exchange for managing their toxic assets, a person aware of the development said.

"We are in the process of finalizing the management fee. The fee will depend on the quantum of guarantee the National Asset Reconstruction Co. Ltd (NARCL) gets from the government. Depending upon the value of the guarantee, a guarantee fee would have to be paid to the government," said the person cited above.

Lenders sell stressed loans to asset reconstruction companies (ARCs) at a discount, either in exchange for cash or a mix of cash and security receipts. These receipts are redeemable as and when the ARC recovers the specific loan. That apart, ARCs charge an asset management fee of 1.5-2% of the asset every year.

News agency PTI reported



The National Asset Reconstruction Co. Ltd has met the minimum capital criteria of ₹100 crore as per RBI rules.

On 29 June the Indian Banks' Association (IBA), entrusted with the task of setting up the bad bank, has pegged the government guarantee at around ₹3,000 crore. The idea is that NARCL would buy bad loans at 15% cash and the remaining 85% would be in security receipts guaranteed by the government.

The person added that the company now has met the minimum capital criteria of ₹100 crore as per rules of the Reserve Bank of India (RBI). According to an earlier

equity subscription statement dated 4 August, NARCL had received ₹74.6 crore from a set of eight public sector banks—Canara Bank, State Bank of India (SBI), Union Bank of India, Bank of Baroda (BoB), Punjab National Bank (PNB), Bank of India (BoI), Bank of Maharashtra and Indian Bank.

"Since then, we have been able to add more capital from lenders. There are more banks, both public and private, which are in the process of obtaining internal approvals," said the person.

In April 2017, the regulator mandated ARCs to have minimum net owned funds of ₹100 crore by 31 March 2019. RBI had said that the guideline was keeping in view the greater role envisaged for ARCs in resolving stressed assets.

An email sent to the IBA remained unanswered till press time.

Set up on 7 July, the NARCL is meant to be the panacea for India's burgeoning bad debt menace. Banks will initially transfer 22 bad loan accounts of ₹89,000 crore to the NARCL.

The aggregate amount of bad loans likely to be transferred in tranches will be ₹2 trillion.

Meanwhile, lenders have started looking for buyers for their stakes in ARCs to free up capital for NARCL. In February, PNB put its entire 10.01% stake in Arcil, one of India's oldest ARCs with assets worth ₹12,000 crore under management, for sale.

This was followed by private lender IDBI Bank, which too has begun looking for a buyer to sell its 19.18% stake in Arcil.

# Carlyle to raise \$1 bn debt to acquire Hexaware

Swaraj Singh Dhanjal  
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MUMBAI

The Carlyle Group has reached an agreement with a group of banks to raise over \$1 billion to support its planned acquisition of Mumbai-based Hexaware Technologies, three people aware of the discussions said.

Carlyle has emerged as the preferred bidder for Baring Private Equity Asia owned IT services firm Hexaware for a \$3 billion acquisition, Reuters reported last week. If successful, it would be winning a competitive bidding process against peers including KKR &

Co. and Bain Capital, as well as French company Teleperformance SE for Hexaware, the agency added.

"Carlyle is raising at least \$1 billion debt for this acquisition from a clutch of international banks including Nomura, HSBC, Goldman Sachs, Barclays as well as others such as BNP Paribas, Deutsche Bank and Standard Chartered," one

of the three people cited above said on condition of anonymity, as he is not authorized to speak with the media.

The so-called leveraged buy-out (LBO) financing will be among the biggest such debt deals stitched up by a private equity firm to acquire an Indian company. In July, Blackstone,

the biggest alternative investment manager globally, had resorted to a similar sized LBO facility to fund the acquisition of IT services firm Mphasis Ltd.

Private equity firms frequently use debt to make buyout acquisitions, as it helps the PE firms make larger acquisitions as well as improve their returns.

According to the second person cited above, the debt facility is likely to be structured as a one-year bridge loan, which will be later taken out by an international bond offering.

Such bridge loans are availed of by PE firms from investment banks to acquire a company.

After the acquisition, the company issues high-yield corporate bonds backed by its cash flows that will be used to repay the bridge loan.

Carlyle declined to comment on the development.

Baring had acquired a majority stake in Hexaware in 2013 from its founder Atul Nishar and private equity firm General Atlantic.

**BRNL**  
Bharat Road Network Limited  
CIN: L45203WB2006PLC112235  
Registered Office: Plot No. X1 - 2 & 3, Ground Floor, Block - EP, Sector - V, Salt Lake City, Kolkata - 700 091  
Tel No.: 033 - 6602 3609, Website: www.brnl.in, Email: cs@brnl.in

**NOTICE FOR THE 14TH ANNUAL GENERAL MEETING AND E-VOTING INFORMATION**

**(A) Annual General Meeting**  
NOTICE is hereby given that the 14th Annual General Meeting ("AGM") of the Company is scheduled to be held on **Wednesday, September 29, 2021 at 2:00 p.m.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in compliance with all the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI to transact the business set out in the Notice calling the 14th AGM. Member's participation at the AGM and voting through the VC / OAVM facility shall be reckoned for the purpose of quorum under section 103 of the Companies Act, 2013.

In compliance with the regulatory requirements, the Notice of the 14th AGM and the Annual Report for the FY 2020-21 have been sent on 4th September, 2021 to the Members of the Company whose email addresses are registered with the Company's Registrar and Share Transfer Agent / Depository Participant(s). The aforesaid documents are also available on the Company's website at www.brnl.in and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of Company's Registrar and Transfer Agent, KFin Technologies Private Limited ("KFinTech"), at https://evoting.kfintech.com.

All relevant documents referred to in the Notice of the AGM and Statement pursuant to Section 102 of the Companies Act, 2013 are available electronically for inspection without any fee by the members from the date of circulation of the AGM Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@brnl.in.

**(B) Instruction for e-voting:**  
In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, provision of Regulation 44 of SEBI Listing Regulations, 2015 and in terms of SEBI circular dated December 9, 2020 on "e-voting facility provided by Listed Companies", the Members will have the opportunity to cast their votes remotely on the businesses as set forth in the Notice of the AGM through remote e-voting system. Facility for voting through electronic voting system will also be made available at AGM (Insta Poll) through the voting services provided by KFinTech.

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, by way of single login credential, through their demat account maintained with Depository Participants / websites of Depositories in order to increase the efficiency of the voting process. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-Voting facility. The procedure to login and access remote e-voting facility is given under the Notes to Notice of AGM.

Individual shareholders holding shares in physical form and non-individual shareholders will be able to participate in remote e-voting as per instructions given under the Notes to Notice of AGM.

The login credentials for remote e-voting should be used for attending the AGM through VC / OAVM.

The remote e-voting facility will be available during the following voting period:  
**Commencement of remote e-voting:** Saturday, 25th September, 2021 at 9:00 A.M.  
**End of remote e-voting:** Tuesday, 28th September, 2021 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 forthwith disabled by KFinTech upon expiry of the aforesaid period.

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 remote e-voting as well as voting at the 14th AGM. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date, i.e. 22nd September, 2021, he/she may obtain the User ID and Password in the manner as mentioned below:

- If the mobile number of the Member is registered against folio no. / DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number + DP ID Client ID to 9212993399  
Example for NSDL: MYEPWD <SPACE> IN12345612345678  
Example for CDSL: MYEPWD <SPACE> 1402345612345678  
Example for Physical: MYEPWD <SPACE> XXXX1234567890
- If e-mail address or mobile number of the Member is not registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.karvy.com, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- Member may call at KFinTech's Toll Free number 1800-3454-001.
- Member may send an e-mail request to evoting@kfintech.com. However, KFinTech shall endeavour to send User ID and Password to those new Members whose e-mail IDs are available.

**(C) Manner of registering / updating email addresses**  
Members holding shares in physical mode and who have not registered/updated their email IDs, are requested to register/update the same by sending duly signed request letter mentioning their Folio no. and the email id that is to be registered, to the Company's email id cs@brnl.in and/or to KFinTech's email id einward.ris@kfintech.com. Members holding shares in dematerialized mode are requested to register/update their email with the depository participant(s) with whom they maintain their demat accounts.

In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com or contact Mr. Mohd Mohsin Uddin - Senior Manager (Unit: Bharat Road Network Limited) of KFin Technologies Private Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at evoting@kfintech.com or at Toll Free No. 1-800-309-4001, for any further clarifications.

**For Bharat Road Network Limited**  
sd/-  
**Naresh Mathur**  
Company Secretary  
FCS - 4796

Place : Kolkata  
Dated : 4th September, 2021

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