



B J DUPLEX BOARDS LIMITED

Regd. Office: H. No.-54, G/F New Rajdhani Enclave,
Near MCD Park New Delhi – 110092
Ph.: 011-42141100, 011-30251171, sbj@anandpulp.com
CIN: L21090DL1995PLC066281

September 06, 2024

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai- 400001

Scrip Code : 531647

Subject : Intimation under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Integrated Annual Report for the Financial Year 2023-24 including Notice of 30th Annual General Meeting (“AGM”) of the Company”.

Dear Sir/Ma’am,

With reference to the captioned subject, please find enclosed herewith the Annual Report of B J Duplex Boards Limited, the Company for the financial year 2023-24 including the Notice of 30th Annual General Meeting of the Company.

The Company has fixed Monday, September 23, 2024 as the “**Cut-off Date**” for the purpose of determining the Members eligible to vote through remote e-voting on the Resolutions set forth in the Notice of the AGM or to attend the AGM and cast their vote thereat.

Notice of AGM along with Annual Report of the Company, referred above, is being dispatched to the Shareholders of the Company via permitted mode(s) and has also been uploaded on the Website of the Company & BSE Limited (the Stock Exchange).

This is for your information & records.

Thanking you,

Yours Faithfully,
For B J Duplex Boards Limited

Divya Mittal
Company Secretary & Compliance Officer

Encl: As above



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NOTICE OF THIRTIETH ANNUAL GENERAL MEETING

To,
The Member(s)
B J Duplex Boards Limited

Notice is hereby given that the 30th Annual General Meeting (“AGM”) of the members of B J Duplex Boards Limited (“the Company”) will be held on Monday, the 30th day of September 2024, at 2:00 PM (IST) at New Box Makers, I-144, Sector-2, Bawana Industrial Area, Delhi – 110039, India, to transact the following business(es) as set out herein:

ORDINARY BUSINESS:

Item no. 1: To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.

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

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

Item no. 2: Appointment of Director liable to retire by rotation.

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

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Sudhanshu Saluja (DIN: 03267887)**, Director, who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company.”

Item no. 3: To re-appoint M/s V.R. Bansals & Associates (Firm Reg. No. 016534N) Chartered Accountants, as the Statutory Auditors of the Company, and to fix their remuneration

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

“RESOLVED THAT pursuant to sections 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s V.R. Bansals & Associates (**Firm Reg. No. 016534N**), Chartered Accountants, Delhi, who being eligible, be and are hereby re-appointed as the Statutory Auditors who shall hold office for a period of 5 (five) consecutive



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years commencing from the conclusion of the ensuing 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting of the Company, at such remuneration and terms and conditions as mutually agreed between the board and statutory auditor”

“**RESOLVED THAT** for the purpose of giving effect to the above resolutions, the Board of Directors of the Company (hereinafter referred to as “**Board**”, which term shall be deemed to include any Committee constituted by the Board or any person(s) authorised by the Board/ Committee in this regard) be and are hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution including but not limited to determination of roles and responsibilities/ scope of work of the Statutory Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment including any contracts or documents in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendment in Accounting Standards or regulations and such other requirements resulting in the change in scope of work, etc. and necessary filings with appropriate authorities without being required to seek any further consent or approval of the members of the Company.

SPECIAL BUSINESS:

Item no. 4: Re-appointment of Ms. Vasudha Jain (DIN: 08438613) as an Independent Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the rules made thereunder, read with Schedule IV of the Act and regulation 16(1)(b), 17(1A) and regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations 2015”) (including any statutory modifications or re-enactment(s) thereof for the time being in force) or any other applicable law and based on the recommendation of Nomination and Remuneration Committee and the approval of Board of Directors, Ms. Vasudha Jain (DIN: 08438613), be and is hereby re-appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, with effect from September 30, 2024 to hold office for second term of Five (5) consecutive years i.e. up to September 29, 2029.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “**Board**”, which term shall be deemed to include any Committee constituted by the Board or any person(s) authorised by the Board/ Committee in this regard) be and are hereby authorised on behalf of the Company to do all acts, deeds and things and take all steps as may be necessary, proper and expedient to give effect to the above resolution.”



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**For and on behalf of Board of Directors
B J Duplex Boards Limited**

Sd/-

Divya Mittal

**Company Secretary & Compliance
Officer**

Place: Delhi

Date: September 06, 2024



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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED (IF APPLICABLE) AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.***

Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights. A member holding more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT-11, which is annexed herewith.

The proxy holder shall prove his / her identity at the time of attending the Meeting. When a member appoints a proxy and both the member and proxy attend the Meeting, the proxy stands automatically revoked.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days' notice in writing is given to the Company.

- 2. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.**
- 3. Corporate Members intending to send their authorised representatives to attend the AGM pursuant to section 113 of the Companies Act, 2013 are requested to submit a certified true copy of the relevant Board Resolution/Power of Attorney together with their respective specimen signatures authorizing their representative to attend and vote on their behalf at the AGM or through email at sbj@anandpulp.com.**
- 4. As required by Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant details of the Re-appointment of Ms. Vasudha Jain (DIN: 08438613) as an Independent Director of the Company as **Annexure I** and details of reappointment of **Mr. Sudhanshu Saluja (DIN: 03267887)** as Director under Item No. 2 of the Notice, who retires by rotation at this Annual General are annexed as **Annexure II**.**



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5. Norms for furnishing of PAN, KYC, Bank details and Nomination:

SEBI vide circular no. SEBI/ HO/ MIRSD/ MIRSD-PoD-1/ P/ CIR /2023/ 37 dated 16.03.2023 in supersession of SEBI circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated 3rd November 2021 has instructed to mandatorily furnish PAN, KYC details and Nomination by holders of physical securities. In other words, it shall be mandatory for all holders of physical securities in listed companies to furnish PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers.

Accordingly, it is once again reiterated that it is mandatory for all holders and claimants of physical securities to furnish PAN details to RTA.

Pursuant to above SEBI circular, the shareholders are requested to furnish valid PAN, email address, mobile number, Bank account details and nomination details immediately in the below mentioned forms to the RTA:

Sr. No.	Form	Purpose
(i)	Form ISR-1	To register/update PAN, KYC details
(ii)	Form ISR-2	To Confirm Signature of securities holder by the Bank
(iii)	Form ISR-3	Declaration Form for opting out of Nomination
(iv)	Form SH-13	Nomination Form
(v)	Form SH-14	Cancellation or Variation of Nomination (if any)

All above Forms ISR-1, ISR-2, ISR-3, SH-13 and SH-14 are available on our website www.bjduplexboard.com. Folios wherein any one of the cited details/documents (i.e. PAN, KYC, Bank Details and Nomination) are not available with us, on or after October 1, 2023, shall be frozen as per the aforesaid SEBI circular.

In view of the above, we request the shareholders to submit the duly filled-in Investor Service Request forms along with the supporting documents to Bank's RTA at below address at the earliest.

Freezing of Folios without PAN, KYC details and Nomination

- (i) The folios wherein any one of the cited document/details as in para above are not available on or after October 1, 2023, shall be frozen by the RTA.
- (ii) The security holder(s) whose folio(s) have been frozen shall be eligible:
 - (a) to lodge grievance or avail any service request from the RTA only after furnishing the complete documents/details as mentioned in para above.
 - (b) for any payment including dividend, interest or redemption payment in respect of such frozen folios, only through electronic mode with effect from April 1, 2024. An intimation shall be sent by the Company to the security holder that such payment is due and shall be made electronically only upon complying with the requirements stated in para 4 of this Circular.



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- (iii) Frozen folios shall be referred by the RTA / listed company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025.
- (iv) The RTA shall revert the frozen folios to normal status upon receipt of all the Documents/details as in para above.

In case of any query / assistance, members are requested to contact our RTA, Beetal Financial & Computer Services Private Limited, at Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Data Harsukdas Mandir. New Delhi – 110062, India (Phone No. 011 - 29961284; Email: beetalrta@gmail.com)

Holding of shares in Electronic Form

In respect of shareholders who hold shares in the dematerialized form and wish to update their PAN, KYC, Bank Details and Nomination are requested to contact their respective Depository Participants.

- 6. Members may please note that the SEBI vide its Circular dated January 25, 2022, has mandated for listed companies to issue securities in dematerialized form only while processing the service requests for (a) issue of duplicate securities certificate; (b) claim from Unclaimed Suspense Account; (c) Renewal / Exchange of securities certificate; (d) Endorsement; (e) Sub-division / Splitting of securities certificate; (f) Consolidation of securities certificates/folios; (h) Transmission, and (i) Transposition.

Member are requested to make service requests by submitting a duly filled and signed Form(s) as applicable to them, in the format available on the website of the Company as well as our RTA. The RTA after verification of such request shall issue a 'Letter of Confirmation' in lieu of physical securities certificate(s), and the concerned shareholders would be required to dematerialise their shares within 120 days from the date of issuance of 'Letter of Confirmation'.

Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

- 7. Members having any question on Financial Statements or on any Agenda item proposed in the notice of AGM are requested to send their queries at least seven days prior at the date of AGM of the company at its registered office address or through email at sbj@anandpulp.com to enable the company to collect the relevant information.
- 8. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form SH-13 (available on the website of the Company i.e. www.bjduplexboard.com) to the Company/RTA in case shares are held in physical form and to their respective depository participant, if held in electronic form.



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9. This Notice is being sent to all the members whose name appears as on Friday, August 30, 2024, in the Register of Members or beneficial owner as received from M/s Beetal Financial and Computer Services Private Limited, the Registrar and Transfer Agent of the Company or the Depositories, respectively.
10. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the closing time of Monday, September 23, 2024, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date. A person who is not a member as on the cut-off date shall treat this notice for information purpose only. All the members as on the cut-off date as well as date of AGM shall have right to attend the AGM.
11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
12. All relevant documents referred to in the accompanying Notice, as well as Annual Reports are open for inspection at the Registered Office of the Company, during the office hours on all working days up to the date of AGM.
13. Electronic copy of the notice and the annual report for the year 2023-24 is being sent to members whose email addresses are registered with the Company/ depository participants for communication purpose unless any member has requested for a hard copy of the same. The members who have not registered their email addresses, physical copies of the same are being sent in the permitted mode.
14. Member(s) may also note that the Notice of the 30th AGM and the Annual Report for Financial Year 2023-24 are also available on the website of the Company at www.bjduplexboard.com, on the website of Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com/>.
15. Attendance slip and the route map showing directions to reach the venue of the 30th AGM is enclosed as per the requirements of Secretarial Standard-2 of “**General Meetings**”.
16. Members are requested to bring the Annual Report for their reference at the meeting. Admission Slip duly filled in shall be handed over at the entrance to the meeting hall, and duly signed in accordance with their specimen signature(s) registered with the Company/Registrar and Share Transfer Agent (RTA).
17. Pursuant to the prohibition imposed vide **Secretarial Standard** on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.



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18. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Share Transfer Agents, for consolidation into single folio.
19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.

Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

20. The route map of the Venue of the Meeting is also hosted along with the Notice on the website of the Company i.e., www.bjduplexboard.com.

21. E-VOTING PROCESS

- I. In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide Members a facility to exercise their right electronically through electronic voting service facility arranged by **National Securities Depository Limited (NSDL)**. The facility for voting through ballot paper will also be made available at AGM and members attending the AGM, who have not already cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the notice.
- II. The facility for voting through ballot 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 ballot paper.
- III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend and participate in the AGM but shall not be entitled to cast their vote.
- IV. **Mr. Parveen Rastogi**, Practicing Company Secretary (COP No. 26582), has consented to act as Scrutinizer
- V. E-voting period begins on **Friday, September 27, 2024, (9:00 A.M. IST) and ends on Sunday, September 29, 2024, (5:00 P.M. IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by National Securities Depository Limited (NSDL) for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.



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The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter:

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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>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>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>



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	<p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<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.](#)



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[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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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.

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***

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



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If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

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.

How to retrieve your 'initial password'?

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'.

If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

If you are unable to retrieve or have not received the "Initial password" or have forgotten your password: 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.

[Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

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.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

Now, you will have to click on "Login" button.

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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



B J DUPLEX BOARDS LIMITED

Regd. Office: H. No.-54, G/F New Rajdhani Enclave,
Near MCD Park New Delhi – 110092
Ph.: 011-42141100, 011-30251171, sbj@anandpulp.com
CIN: L21090DL1995PLC066281

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 sbj@anandpulp.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 sbj@anandpulp.com. 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](#).
3. 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.
4. [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 Important Instructions

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 rastogifcs3@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in
4. If any member has any problem/ query regarding e-voting as well as AGM, then he/she may contact the following person:

Name: Ms. Divya Mittal



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Designation: Company Secretary & Compliance Officer

Address: H. No.-54, G/F New Rajdhani Enclave, Near MCD Park New Delhi – 110092

E-mail id: sbj@anandpulp.com

Phone No.: 011-42141100

5. The member can also update your mobile number and e-mail Id in the user profile details of the folio which may be used for sending future communications(s).

22. VOTING THROUGH BALLOT PAPER:

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the AGM on the date of AGM. The voting at the venue of the AGM shall be done through the Ballot Papers and Members attending the AGM shall be able to exercise their voting right at the meeting through Ballot Papers. After the agenda items have been discussed, the Chairman will instruct the scrutiner to initiate the process of voting on all resolutions through Ballot Papers. The Ballot Papers will be issued to the Shareholders/Proxy holders/ Authorised Representatives present at the AGM. The shareholder may exercise their right of vote by tick marking as (√) against 'FOR' and 'AGAINST' as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es) kept at the meeting hall for this purpose.

In such an event, votes cast under Poll taken together with the votes cast through remote e-voting shall be counted for the purpose of passing of resolution(s).

Any Member, who has already exercised his votes through Remote e-voting, may attend the Meeting but is prohibited to vote at the Meeting and his vote, if any, cast at the Meeting shall be treated as invalid.

23. General Instructions / information for members for voting on the Resolutions:

- i. Facility of voting through Ballot paper shall be made available at the meeting. Members attending the meeting, who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- ii. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to vote again at the AGM.
- iii. The voting rights of the shareholders (for voting through remote e-voting or by Ballot paper at the Meeting) shall be in proportion to their share of the paid-up equity share capital of the Company as on Cut-off Date. 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 AGM.
- iv. Any person, who acquires shares and become the member of the Company after dispatch of the Notice of AGM and holding shares as on the closing of cut-off date i.e. Monday, September 23, 2024, may obtain their login/user ID and password for e-voting from National Securities Depository Limited



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(NSDL) 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 have forgotten your password, you may reset your password by using “Forgot user Details / password” option available on www.evoting.nsdl.com.

- v. **Mr. Parveen Rastogi**, Practicing Company Secretary (**COP No. 26582**), has been appointed by the Board of Directors of the Company to act as the Scrutinizer to scrutinize the remote e-voting process as well as voting at AGM, in a fair and transparent manner.
24. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting thereafter unblock the votes cast through remote e-voting in the presence of at least two persons not in the employment of the Company and shall make, not later than 2 working days of 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 so authorized by him in writing who shall countersign the same and declare the results of the voting forthwith.
25. The results declared along with the Scrutinizer’s Report shall displayed on the Notice Board of the Company at its Registered Office and same shall be placed on the Company’s website www.bjduplexboard.com and on the website of NSDL <https://www.evoting.nsdl.com/> immediately after the results are declared by the Chairman or a person authorised by him and the same shall also be simultaneously communicated to BSE Limited, the Stock Exchange, where the equity shares of the Company are listed.
26. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e. Monday, September 30, 2024.
27. Members/Proxies/authorised representative are requested to bring their duly filled Attendance Slip, which is annexed to the proxy form along with the copy of the Annual Report to the meeting.



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”) AND THE SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (“SECRETARIAL STANDARDS”).

Item No. 3:

Statement pursuant to requirements of Regulation 36(5) of SEBI (LODR) Regulations, 2015.

The Company had appointed M/s V.R. Bansals & Associates (Firm Reg. No. 016534N) Chartered Accountants, as Statutory Auditors of the Company at its 25th Annual General Meeting held on September 30, 2019, for a period of five (5) consecutive financial years to hold the office of Statutory Auditors till the conclusion of 30th Annual General Meeting of the Company.

The Board of Directors of the Company in its meeting dated September 06, 2024, evaluated the re-appointment of M/s V.R. Bansals & Associates as Statutory Auditors. The Audit Committee considered various parameters like the capability of M/s V.R. Bansals & Associates to serve a diverse and complex business landscape as that of the Company, audit experience in the Company’s operating segments, market standing of the firm, clientele served, technical knowledge etc. M/s V.R. Bansals & Associates have also affirmed and confirmed that they meet the independence and eligibility criteria as required under applicable law rules and regulations. The Audit Committee found M/s V.R. Bansals & Associates to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company. Therefore, considering the evaluation of the past performance, experience and expertise of M/s V.R. Bansals & Associates, the Audit Committee of the Company recommended the proposal to re-appoint M/s V.R. Bansals & Associates as Statutory Auditors of the Company.

Based on the recommendation of Audit Committee and subject to approval of Shareholders, the Board of Directors of the Company have approved the re-appointment of M/s V.R. Bansals & Associates, Chartered Accountants as the Statutory Auditors of the Company.

The Board of Directors and the Audit committee may approve revisions to annual remuneration of the Statutory Auditors for the remaining part of their tenure. The Board of Directors, in consultation with the Audit committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

Besides the Audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee.



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M/s V.R. Bansals & Associates have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act 2013 and other applicable rules and regulations.

The Board of Directors recommends the passing of the Resolution contained in this Item no. 3 of the accompanying Notice as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution. The Board recommends this resolution for the approval of Shareholders as an Ordinary resolution.

Item no. 4:

Ms. Vasudha Jain (DIN: 08438613), aged Twenty Nine (29) years was appointed as Non-Executive Independent Director of Company with effect from September 30, 2019, and her existing term to hold the office of Director will expire on September 30, 2024, therefore, the Board of Directors, on the recommendation of Nomination and Remuneration Committee at their meeting held on September 06, 2024, subject to the approval of Shareholders of the Company, have approved the re-appointment of Ms. Vasudha Jain as Non-Executive Independent Director of the Company for a period of Five (5) years under section 149, 150 of the Companies Act, 2013 (“the Act”).

The Company has received notice under section 160 of the Act from a member signifying and proposing her candidature as Non-Executive Independent Director of the Company.

Ms. Vasudha Jain has given a declaration that she fulfills the conditions as set out in Section 149(6) and Schedule IV of the of the Act and “SEBI (LODR) Regulations, 2015” for being eligible for her re-appointment and has given all the requisite disclosures.

Ms. Vasudha Jain has given her consent to act as a Director and confirmed that she is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and is not debarred from appointment by any order of SEBI or any other authority. She is eligible for re-appointment for a further term of Five (5) years.

The Board considers that continuance of her association for a second term of Five (5) years would be of immense benefit to the Company considering the knowledge, acumen, expertise and experience in respective field, substantial contribution and performance evaluation conducted for the first term on following parameters:

- a. Active and consistent participation in Board and Committee meetings;
- b. Valuable contribution towards strategy impacting Company’s performance; and
- c. Experience on critical areas of functions of the organization.



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Except Ms. Vasudha Jain, being an appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution no. 4 as set out in the Notice.

The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the re-appointment of Ms. Vasudha Jain as an Independent Director in the interest of the Company and recommends the Special resolution as set out in the Notice for approval of Shareholders.



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Additional information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) in respect of appointment at Item Nos. 4 is under:

Annexure I

Resolution No.	Resolution No. 4 (Re-appointment)
Name of Director (DIN)	Ms. Vasudha Jain (DIN: 08438613)
Brief Resume, Experience and Expertise in specific functional areas	Graduate
Date of Birth (Age in years)	29/08/1995 (29 Years)
Qualifications	Graduate
Terms and conditions of appointment/ re-appointment including remuneration	As detailed in the Explanatory Statement above
Details of remuneration last drawn	Nil
Date on which first appointed on the Board	September 30, 2019
Details of shareholding in the Company directly or on beneficial basis	Nil
Relationship with other Directors Manager and Key Managerial Personnel (if any) of the Company	Not related to other Directors, Manager and other Key Managerial Personnel
Number of Board meetings attended during the year	6
Board memberships of other Companies	Nil
Chairperson/Member of the Committee of the Board of Directors of Company	Member of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of the Board of Directors of the Company
Chairperson/Member of the Committee of the Board of Directors of other Companies	Nil
Name of Listed Companies from which resigned during last Three (3) years	Nil
Shareholding of Non-Executive Director in the Company, including shareholding as a beneficial owner	Nil



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Annexure II

Details of Director retiring by rotation at the AGM:

Name of the Director, DIN	Mr. Sudhanshu Saluja, (03267887)
Age	15/10/1985, 39 Years
Qualifications	Graduate
Experience (including expertise in specific functional area) / Brief Resume	Mr. Sudhanshu Saluja, Graduate and has experience in trading of paper business.
Date of Appointment on the Board of the Company	27/05/2021
Number of shares held in the Company including as beneficial owner	40,900
Disclosure of relationship between directors inter-se	Not related to other Directors
Relationship with Manager and other Key Managerial Personnel of the Company	Not related to Manager and other Key Managerial Personnel
Other Directorship held in other Companies	Chiliad Infratech Private Limited
Member/Chairman of Committee of the Board of other Companies on which he is a Director	Nil
Listed entities from which the person has resigned in the past three years	Nil
Terms and conditions of appointment/ re-appointment including remuneration	As detailed in Explanatory Statement above
Details of remuneration last drawn	Nil
Number of Board meetings attended during the year	6



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Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN:	L21090DL1995PLC066281
Name of the Company:	B J DUPLEX BOARDS LIMITED
Registered Office:	H. No.-54, G/F New Rajdhani Enclave, Near MCD Park, New Delhi – 110092, India
Name of the Member:	
Registered Address:	
Email ID:	
Folio No./Client ID:*	
DP ID:*	

**Applicable for investors holding shares in Electronic form.*

I/We _____ of _____ Being the member/members of B J Duplex Boards Limited, hereby appoint the following as my/our Proxy to attend vote on a poll (for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Monday, September 30, 2024, at 02:00 P.M. at New Box Makers, I-144, Sector-2, Bawana Industrial Area, Delhi – 110039, India and at any adjournment thereof in respect of such resolutions as are indicated below:

- | | |
|--------------------|--------------------|
| 1. Name | Registered Address |
| Email ID | Signature |
| or failing him/her | |
| 2. Name | Registered Address |
| Email ID | Signature |
| or failing him/her | |
| 3. Name | Registered Address |
| Email ID | Signature |
| or failing him/her | |

** I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below

S. No.	Resolution	Number of Shares held	For	Against
ORDINARY BUSINESS:				
1.	To consider and adopt the Audited Standalone Financial Statements of the			



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	Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.			
2.	To appoint Mr. Sudhanshu Saluja (DIN: 03267887), Director, who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.			
3.	To re-appoint M/s V.R. Bansals & Associates (Firm Reg. No. 016534N) Chartered Accountants, as the Statutory Auditors of the Company, and to fix their remuneration			
SPECIAL BUSINESS:				
4	To Re-appointment of Ms. Vasudha Jain (DIN: 08438613) as an Independent Director of the Company			

This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.

Signature of Member _____

Signature of Proxy Holders _____

Signed this ____ day of _____ 2024

Affix Revenue
Stamp of Re. 1

NOTES:

1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY-EIGHT HOURS before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. It is optional to indicate your preference. If you leave the for or against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



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**ANNUAL GENERAL MEETING
MONDAY, SEPTEMBER 30, 2024**

ATTENDANCE SLIP

I/we hereby confirm and record my/our presence at the Annual General Meeting of B J DUPLEX BOARDS LIMITED to be held on Monday, September 30, 2024 at 02:00 P.M. at New Box Makers, I-144, Sector-2, Bawana Industrial Area, Delhi – 110039, India

Folio No.:	DP ID*:	Client ID*:
Full name and address of the Shareholder/Proxy Holder (in block letters)		
Joint Holder 1		
Joint Holder 2		
No. of Shares Held		

**Applicable for investors holding shares in Electronic form.*

I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.

Signature of Shareholder/ Proxy

Notes:

1. Electronic copy of the Annual Report for FY 2023-24 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/Depository Participant unless any member has requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Annual General Meeting can print copy of this Attendance Slip.
2. Physical copy of the Annual Report for 2023-24 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email ids are not registered with the Company or have requested for a hardcopy.



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ROUTE MAP

