

# BEDMUTHA INDUSTRIES LIMITED

CIN - L 31200MH1990PLC057863

MANUFACTURER & EXPORTER OF

★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES

- ★ ACSR CORE WIRES
- ★ CABLE ARMOURING WIRE & STRIPS
- ★ STAY WIRES & EARTH WIRES
- ★ M.S. & H.B. WIRES

- ★ SPRING STEEL WIRES
- ★ ROLLING QUALITY WIRES
- ★ P.C. WIRE & P.C. STRAND WIRES
- ★ ROPE WIRES

- ★ BARBED WIRE
- ★ CHAIN LINK FENCINGS
- ★ WIRE NAILS
- ★ BINDING WIRES



**Date: 30/05/2024**

**To**

**BSE Limited**

Department of Corporate Services,  
PhirojJeejibhoy Towers, Dalal Street  
Mumbai – 400 001  
*Scrip Code: 533270*

**To**

**National Stock Exchange of India Limited**

Listing Department,  
C-1, G- Block, Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051  
*Symbol: Bedmutha*

Dear Sir/ Madam,

**Sub: Submission of Postal Ballot Notice - Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith a copy of the Postal Ballot Notice dated May 28, 2024 of Bedmutha Industries Limited ('the Company'), for seeking approval of the Members of the Company.

In compliance with the various Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, this Postal Ballot Notice is being sent in electronic form only to those Members of the Company whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/ Link Intime India Private Limited, the Company's Registrars and Share Transfer Agents ('RTA') as on Friday, May 24, 2024 ('Cut-Off Date').

The Company has engaged the services of Link Intime India Private Limited ('Link') to provide remote e-voting /e-voting facility to its Members via Instavote platform.

The remote e-voting period commences on Friday, May 31, 2024 at 9:00 a.m. (IST) and ends on Saturday, June 29, 2024 at 5:00 p.m. (IST).

The detailed procedure for remote e-voting is provided in the Notes to the Postal Ballot Notice.

**Regd. Office :** Plot No. A-70,71,72, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240420, Fax - 240482

**Corporate Office :** B-301/302, Sai Classic, Off. Palm Acres, Gavanpada Mulund (E) Mumbai. Ph.: (022) 21634422, 21637674/75, Fax : 022-21631667

**Works :** Plant-1, Plot No. A-31 to 35 & 57, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240069, Fax - 240482

Plant - 2, Plot No. A-70,71,72, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240420, Fax - 240482

Plant - 6, Plot No. E-1, MIDC Nardana, Phase - II, Waghadi - Khurd, Tal - Shindkheda, Dist - Dhule Ph.: 02562 - 262625

**E-mail** Sinnar :- [bwcl.sales@bedmutha.com](mailto:bwcl.sales@bedmutha.com)

Mumbai :- [ajay@bedmutha.com](mailto:ajay@bedmutha.com)

Web :- [www.bedmutha.com](http://www.bedmutha.com)

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★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES

- |                                 |                                 |                       |
|---------------------------------|---------------------------------|-----------------------|
| ★ ACSR CORE WIRES               | ★ SPRING STEEL WIRES            | ★ BARBED WIRE         |
| ★ CABLE ARMOURING WIRE & STRIPS | ★ ROLLING QUALITY WIRES         | ★ CHAIN LINK FENCINGS |
| ★ STAY WIRES & EARTH WIRES      | ★ P.C. WIRE & P.C. STRAND WIRES | ★ WIRE NAILS          |
| ★ M.S. & H.B. WIRES             | ★ ROPE WIRES                    | ★ BINDING WIRES       |



The Postal Ballot Notice is available on the website of the Company at

<https://drive.google.com/file/d/15TiTOlxuxKnx2ZETScGFR3wpky82t8h4/view?usp=sharing>

Kindly take the same on your record.

For and on behalf of  
Bedmutha Industries Limited

Ajay Topale  
Company Secretary & Compliance Officer  
Membership No.: A26935

Encl: Postal Ballot Notice.

**Regd. Office :** Plot No. A-70,71,72, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240420, Fax - 240482

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**E-mail** Sinnar :- bwcl.sales@bedmutha.com

Mumbai :- ajay@bedmutha.com

Web :- www.bedmutha.com



**BEDMUTHA INDUSTRIES LIMITED**

CIN: L31200MH1990PLC057863

Registered Address: A-70/71/72 STICE, Sinnar, Nashik-422 112

Contact no.: 02551 – 240320

Website: [www.bedmutha.com](http://www.bedmutha.com) e-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)

**NOTICE OF POSTAL BALLOT**

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given to the Members of Bedmutha Industries Limited (**'the Company'**), pursuant to Section 110 of the Companies Act, 2013 (**'the Act'**) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended from time to time, read with General Circular Nos. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 03/2022 dated May 5, 2022; 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CFD-PoD-2/P/CIR/ 2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India (SEBI), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**'Listing Regulations'**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**) and other applicable provisions of the Act, for the time being in force and as amended from time to time, that the resolutions as set out in this Notice are proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only (**'remote e-voting'**) Appointment of Mr. Sanjaya Kandpal (DIN: 08055303) as an Independent Director (Non-Executive Director) on the Board of Directors of the Company.

Pursuant to Section 108 and other applicable provisions of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Listing Regulations as amended from time to time, the Company has engaged the services of Link Intime India Private Limited (LIPL) to provide e-voting facility to the members of the Company.

Accordingly, the Company is providing e-voting facility for voting electronically on the resolutions proposed in this Postal Ballot Notice. Members are requested to read carefully the related notes to this Postal Ballot Notice and instructions given thereunder for e-voting. The e-voting will commence on Friday, May 31, 2024 (9.00 A.M.) and end on Saturday, June 29, 2024 (5.00 P.M.).

The explanatory statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act pertaining to the aforesaid resolution setting out the material facts concerning the appointment of Mr. Sanjaya Kandpal (DIN: 08055303) as an Independent Director (Non-Executive Director) is annexed hereto for your consideration.

The Board of Directors of the Company, vide Board Resolution dated May 28, 2024, appointed Mr. Sachin Sharma (C.P.No.20423), or failing him Mr. Dinesh Trivedi (C. P. No. 22407) or failing him Mr. Vishwanath (C.P. No.25099), Designated Partners of M/s Sharma and Trivedi LLP, Company Secretaries, (LLP IN – AAW 6850), Mumbai, as Scrutinizer for conducting the postal

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ballot through the e-voting process in a fair and transparent manner. In accordance with the provisions of the MCA Circulars and other applicable laws and regulations, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes under the section “General information and instructions relating to e-voting” in this postal ballot notice (“**Postal Ballot Notice**”) to cast their vote electronically.

Members are requested to cast their vote through the e-voting process not later than 5.00 P.M. IST on **Saturday, June 29, 2024**, to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the member.

The Scrutinizer will submit his report to the Chairman of the Company after completion of scrutiny of the e-voting. The results shall be declared within two working days of conclusion of e-voting process i.e. on or before **Monday, July 01, 2024**, and communicated to BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) (together the “**Stock Exchanges**”) and Link Intime India Private Limited (“**Link**” or “Registrar and Share Transfer Agent” or “**RTA**”). The results will also be displayed at the Company's registered office and on its website at [www.bedmutha.com](http://www.bedmutha.com).

**Appointment of Mr. Sanjaya Kandpal (DIN: 08055303) as an Independent Director (Non-Executive Director) of the Company**

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Sanjaya Kandpal (DIN: 08055303), who was appointed as an Additional Director in the capacity of Independent Director with effect from April 02, 2024 and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for the first term of consecutive 5 years with effect from April 02, 2024 to April 01, 2029, (both days inclusive) not liable to retire by rotation, upon such remuneration as mentioned in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits under the provisions of the Act.



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**RESOLVED FURTHER THAT** any of the Executive Director and/or the Company Secretary of the Company be and is hereby severally authorised to do all acts, deeds, and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.”

For and on behalf of Board of Directors  
Bedmutha Industries Limited

K. R. Bedmutha  
Chairman  
(DIN: 00715619)

Add: A 70/71/72, STICE, Musalgaon,  
Sinnar - Shirdi Road, Sinnar,  
Nashik - 422 112

Date: May 28, 2024

Place: Sinnar

**BEDMUTHA INDUSTRIES LIMITED**

CIN: L31200MH1990PLC057863

Registered Address: A-70/71/72 STICE, Sinnar, Nashik-422 112

Contact no.: 02551 – 240320

Website: [www.bedmutha.com](http://www.bedmutha.com) e-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)**Notes:**

1. The Postal Ballot Notice is being sent to all the members of the Company whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories as at the close of business hours on Friday, May 24, 2024 (“**Cut-off date**”). However, please note that those members, who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories, are also entitled to vote in relation to the resolution as set out in this Notice.
2. In line with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may please note that the Postal Ballot Notice will also be available on the Company’s website at [www.bedmutha.com](http://www.bedmutha.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of RTA.
3. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company’s Registrar and Share Transfer Agent, Link Intime India Private Limited, at C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai – 400 083.
4. In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the Members to register their e-mail addresses. Therefore, those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot notice.
5. In accordance with the provisions of the MCA Circulars, Members can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
6. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
7. The voting rights of the members shall be in the proportion to their share of the paid-up equity share capital as on cut- off date i.e. Friday, May 24, 2024. A person who is not a shareholder on the relevant date should treat this notice for information purpose only.
8. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on **Saturday, June 29, 2024** i.e., the last date specified for receipt of votes through the e-voting process.

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9. The e-voting period will commence from Friday, May 31, 2024 (9.00 A.M.) and end on Saturday, June 29, , 2024, IST at 5.00 p.m. The e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter.

10. All the material documents referred to in the explanatory statement shall be available for inspection through electronic mode, basis the request being sent on [cs@bedmutha.com](mailto:cs@bedmutha.com)

11. In accordance with the proviso to Regulation 40(1) of the Listing Regulations, as amended from time to time, and read with SEBI circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, transfer of securities of the Company including transmission and transposition requests shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, Members holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them, eliminate all risks associated with physical holding and participate in corporate actions.

12. SEBI, vide its circular nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021, SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 dated March 16, 2023, has mandated Members holding shares in physical form to submit PAN, nomination, contact details, bank account details and specimen signature in specified forms. Members may mail at [cs@bedmutha.com](mailto:cs@bedmutha.com) for Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the Company's website and on the website of the Company's Registrar and Share Transfer Agent.

13. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts in respect of the business specified above is annexed hereto.

**General information and instructions relating to e-voting**

As per the SEBI circular dated December 9, 2020, individual Members holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

- **Individual Members holding securities in demat mode with NSDL:**

**METHOD 1 - If registered with NSDL IDeAS facility**

**Users who have registered for NSDL IDeAS facility:**

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- a) Visit URL: <https://eservices.nSDL.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter user id and password. Post successful authentication, click on “Access to e-voting”.
- c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote evoting period.

**OR****User not registered for IDeAS facility:**

- a) To register, visit URL: <https://eservices.nSDL.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp> “
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of NSDL:**

- a) Visit URL: <https://www.evoting.nSDL.com/>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**➤ Individual Members holding securities in demat mode with CDSL:****METHOD 1 – If registered with CDSL Easi/Easiest facility****Users who have registered for Easi/Easiest facility**

- a) Visit URL: <https://web.cdslindia.com/myeasinew/home/login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi



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Website: [www.bedmutha.com](http://www.bedmutha.com) e-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)

- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR****Users not registered for Easi/Easiest facility**

- a) To register, visit URL: <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of CDSL**

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Individual Members holding securities in demat mode with Depository Participant:**

Individual Members can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.

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d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Login method for Individual Members holding securities in physical form/ Non-Individual Members holding securities in demat mode is given below:**

Individual Members of the company, holding shares in physical form / Non-Individual Members holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

**A. User ID:**

Members holding shares in physical form shall provide Event No + Folio Number registered with the Company. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

*\*Members holding shares in **NSDL form**, shall provide ‘D’ above*

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- ▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.



## **BEDMUTHA INDUSTRIES LIMITED**

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Registered Address: A-70/71/72 STICE, Sinnar, Nashik-422 112

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Website: [www.bedmutha.com](http://www.bedmutha.com) e-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)

2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

### **Guidelines for Institutional Members (“Corporate Body/ Custodian/Mutual Fund”):**

#### **STEP 1 – Registration**

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr.No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

#### **STEP 2 –Investor Mapping**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
  - a. ‘Investor ID’ -
    - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
    - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
  - b. ‘Investor’s Name - Enter full name of the entity.
  - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
  - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

#### **STEP 3 – Voting through remote e-voting.**

The corporate shareholder can vote by two methods, once remote e-voting is activated:



## BEDMUTHA INDUSTRIES LIMITED

CIN: L31200MH1990PLC057863

Registered Address: A-70/71/72 STICE, Sinnar, Nashik-422 112

Contact no.: 02551 – 240320

Website: [www.bedmutha.com](http://www.bedmutha.com) e-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)

### METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote voting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**OR**

### VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

### Helpdesk for Individual Members holding securities in physical form/ Non-Individual Members holding securities in demat mode:

Members facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

### Helpdesk for Individual Members holding securities in demat mode:

Individual Members holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at

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	<a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at toll free no. 1800 22 55 33

**Forgot Password:****Individual Members holding securities in physical form has forgotten the password:**

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

*In case Member is having valid email address, Password will be sent to his / her registered e-mail address. Members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Members holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Members holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Members holding shares in CDSL demat account is 16 Digit Beneficiary ID.

**Institutional Members (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:**

If a Non-Individual Members holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

*In case Member is having valid email address, Password will be sent to his / her registered e-mail address. Members can set the password of his/her choice by providing the information*



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*about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Members holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget

Password option available at abovementioned Depository/ Depository Participants' website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, Members/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

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Website: [www.bedmutha.com](http://www.bedmutha.com) e-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

Pursuant to the provisions of Sections 149, 150, 152, 161(1) of the Companies Act, 2013 (“the Act”) read with Schedule IV thereto and Articles of Association of the Company, the Board of Directors (“the Board”) of the Company vide Circular Resolution on April 02, 2024, based on the recommendation of the Nomination and Remuneration Committee (“the Committee”) and subject to the approval of shareholders, appointed Mr. Sanjaya Kandpal (DIN: 08055303) as an Additional Director in the capacity of Independent Director of the Company, for a first term of 5 consecutive years with effect from April 02, 2024 to April 01, 2029 (both days inclusive).

As per Regulation 17(1C) and 25(2A) of Listing Regulations Mr. Sanjaya Kandpal (DIN: 08055303) shall hold office until the date of next General Meeting or for a period of three months from the date of appointment, whichever is earlier. Mr. Sanjaya Kandpal (DIN: 08055303) is eligible to be appointed as an Independent Director (Non-Executive Director) for a term of up to five consecutive years. The Company has received notice under Section 160 of the Act, proposing his candidature as an Independent Director of the Company. The Company has also received a declaration of independence from Mr. Sanjaya Kandpal (DIN: 08055303), in terms of Regulation 25(8) of the Listing Regulations, he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director without any external influence. Further, he is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

The Nomination and Remuneration Committee considers candidates having experience and expertise across industries for appointment on the Board. It also deliberates on various factors including current tenure of Directors, skill matrix including skill-gaps, diversity, time-commitment and statutory requirements while considering the appointment of any person on the Board. This ensures smooth transitions in key Board positions. For appointment of Mr. Sanjaya Kandpal (DIN: 08055303) on the Board, the Nomination and Remuneration Committee took into consideration his rich and varied experience in Financial Services domain, including Banking. He comes with leadership experience and expertise across Finance, Strategy, Corporate Governance, Risk Management, among others. Further, the Nomination and Remuneration Committee also noted that skills, expertise and competencies possessed by Mr. Sanjaya Kandpal (DIN: 08055303) were in alignment with the skills and expertise, identified by the Committee and the Board, for the Directors of the Company.

Mr. Sanjaya Kandpal (DIN: 08055303) is well poised to add significant value and strength to the Board and his prior experience enables him to provide the Board with valuable insights.

Mr. Sanjaya Kandpal (DIN: 08055303) has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

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Mr. Sanjaya Kandpal (DIN: 08055303) has also confirmed that he is not debarred from holding the office of a Director by virtue of order passed by SEBI or any other such authority. Pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Sanjaya Kandpal (DIN: 08055303) has enrolled his name in the online data bank maintained for Independent Directors with the Indian Institute of Corporate Affairs.

**Brief profile of Mr. Sanjaya Kandpal (DIN: 08055303) is as follows:**

Mr. Sanjaya Kandpal, aged 61 years, is Bachelor and Master of Science (First Class) from Kumaun University, Nainital. Mr. Sanjaya Kandpal is a Fellow of Insurance – Insurance Institute of India, Mumbai. He has completed CAIIB (BANKING) - Indian Institute of Banking and Finance, Mumbai and NCFM\*-MUTUAL FUNDS, NCFM\*- DEPOSITORY OPERATIONAL. (\*National Stock Exchange Certificate for Financial Management) Mr. Sanjaya Kandpal is a Member of Indian Banks' Associations' Working Group on Regulatory changes concerning Banks as Corporate Agents - Insurance Sector in India and Founder Chairman of Indian Chamber of Commerce (Ex Officio) in Kazakhstan instituted under the aegis of Embassy of India in Kazakhstan.

Mr. Sanjaya Kandpal has more than 37 years of experience in different verticals and functions across India and abroad in Punjab National Bank. He possesses extensive experience of working in several areas like Strategic Planning and corporate governance, Asset Liability Management, Corporate Banking, Change Management, Regulatory Compliance, Leadership Development, Market Research, Product Development, Customer Engagement etc. He has retired as General Manager, State Head Uttarakhand - HQ. Dehradun from Punjab National Bank. During his tenure with Punjab National Bank, he had also served as Chief Executive Officer PNB Kazakhstan.

In the opinion of the Board of Directors, Mr. Sanjaya Kandpal (DIN: 08055303) is eligible to be appointed as an Independent Director (Non-Executive Director) for the first term of 5 consecutive years and fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder, for his appointment as an Independent Director (Non-Executive Director) of the Company and is independent of the Management.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and SS-2, as on the date of Notice, are provided as an Annexure - A to this Notice.

The letter of appointment of Mr. Sanjaya Kandpal (DIN: 08055303) setting out the terms and conditions of appointment shall be available for inspection by the Members electronically for inspection of the members at the Registered Office of the Company between 10.00 a.m. and 01.00 p.m. on all working (except Saturday's, Sunday's and Public Holiday's if any) from the date of dispatch of this Postal Ballot Notice till the last date of remote e-voting i.e. June 29, 2024, provided the Members seeking to inspect the same can send an email to [cs@bedmutha.com](mailto:cs@bedmutha.com).





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In line with the Company's remuneration policy for Independent Directors, Mr. Sanjaya Kandpal (DIN: 08055303) will be entitled to receive remuneration by way of sitting fees as approved by the Board, reimbursement of expenses for participation in the Board meetings.

Except Mr. Sanjaya Kandpal (DIN: 08055303), being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise, in the resolution.

The Board of Directors of your Company recommends the appointment of Mr. Sanjaya Kandpal (DIN: 08055303) as set out in the notice, for approval of the members of the Company as a Special resolution through Postal Ballot.

For and on behalf of Board of Directors  
Bedmutha Industries Limited

K. R. Bedmutha  
Chairman

(DIN: 00715619)

Add: A 70/71/72, STICE, Musalgaon,  
Sinnar - Shirdi Road, Sinnar,  
Nashik - 422 112

Date: May 28, 2024

Place: Sinnar

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Name of the Director	Mr. Sanjaya Kandpal
Director Identification Number(DIN)	08055303
Date of Birth/Age	March 26, 1963
Date of appointment / re-appointment	April 02, 2024
Qualifications & Expertise in specific functional area	Bachelor and Master of Science (First Class) CAIIB (BANKING)  Corporate Banking, Corporate Governance, Asset Liability Management
Terms and Conditions of appointment and reappointment	He is appointed as an Additional Director in the capacity of Non-Executive Independent Director for a period of First Term of Consecutive Five (5) Years from April 02, 2024 not liable to retire by rotation, subject to approval of the shareholders by Postal Ballot.
Remuneration last drawn	N.A.
Details of Remuneration sought to be paid	Sitting fees for attending Board and Committee Meetings, where he is a member.
Directorships in other Public Companies as on the date of appointment	Nil
Chairperson/Member of the committees of Director of the Company	Nil
Chairman/Member of the Committees of other Companies as on the date of appointment	Nil
No. of Meetings of the Board attended during the year	N.A.
Shareholding, if any, in the Company as on the date of appointment as required under Regulation 36 (3) (e)	Nil

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Declaration of non-debarment from holding the office of Director pursuant to any SEBI order or any such other authority.	Mr. Sanjaya Kandpal has declared that he is not debarred from holding of office of Director pursuant to any SEBI order or any such other authority.
Relationship with other Directors inter-se	N.A.