



**NOTICE OF 33rd ANNUAL GENERAL MEETING,
BOOK CLOSURE AND REMOTE E-VOTING INFORMATION**

Notice is hereby given that the 33rd Annual General Meeting (AGM) of the Company will be held on Wednesday, 9th August, 2023 at 3.00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OVAM) in compliance with the applicable provisions of the Companies Act 2013 and the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with General Circulars issued by Ministry of Corporate Affairs dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 5th May 2022 and 28th December 2022 and Circular dated 12th May 2020, 15th January 2021 and 5th January 2023 issued by Securities and Exchange Board of India (collectively referred to as Relevant Circulars) to transact the business as set out in the Notice of the said Annual General Meeting. In terms of the Relevant Circulars the Notice of the 33rd Annual General Meeting and the Annual Report for the financial year 2022-23 has been sent by electronic mode to Members whose e-mail addresses are registered with the Company / Depository Participant(s).

The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 3rd August, 2023 to Wednesday, 9th August, 2023, both days inclusive, for the purpose of AGM and entitlement of dividend, if declared at the 33rd Annual General Meeting. The dividend will be payable to those Members, whose names appear in the Register of Members of the Company as on 9th August 2023 and those beneficial owners whose names are provided by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at the close of business hours on Wednesday, 2nd August, 2023 subject to deduction of tax at source as applicable. The dividend recommended by the Board of Rs. 4.00/- per equity share of face value Rs. 10/- each for the financial year ended 31st March, 2023 if sanctioned will be paid on or before 7th September, 2023.

In compliance with Section 108 of the Companies Act, 2013, 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 Members are provided with the facility to cast their vote on all resolutions stated in the notice of the 33rd Annual General Meeting using electronic voting system and the business may be transacted through the e-voting services provided by National Securities Depository Limited (NSDL).

Pursuant to Section 108 of the Companies Act, 2013 and relevant Rules thereunder all members are informed as follows:-

1. The business may be transacted through voting by electronic means.
2. Date and time of commencement of remote e-voting: Sunday, 6th August, 2023 from 9.00 a.m.
3. Date and time of end of remote e-voting: Tuesday, 8th August, 2023 till 5.00 p.m.
4. E-voting by electronic mode shall not be allowed beyond 5.00 p.m. on Tuesday, 8th August, 2023. The remote e-voting module shall be disabled by NSDL thereafter. A vote once cast on the resolution would not be allowed to change it subsequently.
5. The cut-off date for determining the eligibility to vote through remote e-voting and through e-voting system during the 33rd AGM is Wednesday, 2nd August 2023. The voting rights of members shall be in proportion to the equity shares held by them in the paid up equity share capital of the Company as on the cut-off date.



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6. Any person who becomes a member of the Company after sending notice of 33rd AGM by email and holding shares as of the cut-off date i.e. 2nd August, 2023 may obtain the login ID and password by sending an e-mail to evoting@nsdl.co.in by mentioning his Folio No. / DP ID and Client ID No. However, if any Member is already registered with NSDL for remote e-voting, then he can use his existing User ID and password for casting his vote.

7. The Members who have cast their vote by remote e-voting prior to 32nd AGM can participate in the 33rd AGM through VC/OVAM facility but shall not be entitled to cast their vote again through e-voting system during the 33rd AGM.

8. The Members participating in the 33rd AGM and who have not cast their vote by remote e-voting shall be entitled to cast their vote through e-voting system during 33rd AGM.

9. The Members are requested to follow the instructions mentioned in the Notice of AGM for attending the 33rd AGM through VC/OVAM facility provided by NSDL.

10. The Notice of the 33rd AGM and Annual Report for the financial year 2022-23 is available on the Company's website www.bdhind.com, website of NSDL www.evoting.nsdl.com and website of stock exchange www.bseindia.com

11. In case of any queries the Members may refer to the Frequently Asked Questions (FAQs) and e-voting user manual available at the Downloads section of www.evoting.nsdl.com or contact at toll free no. 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, / Ms. Pallavi Mhatre at evoting@nsdl.co.in.

For BDH Industries Limited

Nikita Phatak
Company Secretary
F10547

Place: Mumbai
Date: 17th July, 2023



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