

NOTICE OF THE FORTY SIXTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Forty Sixth Annual General Meeting of the members of **BEEKAY NIRYAT LIMITED** will be held on Thursday, 30th September, 2021 at 11:00 A.M. at the registered office of the company situated at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements along with Board report and Auditor's report of the Company for the Financial Year ended March 31st, 2021.
5. To reappoint Mr. Avinash Bajoria having (DIN: 01402573) being an Additional Director to be regularize as Non- Executive Directors subject to approval of members who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

2. To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 152,160 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), including the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), any other applicable law(s), regulation(s), guideline(s), Mr. Avinash Bajoria (DIN: 01402573), who was appointed as an Additional Director of the Company with effect from December 29, 2020 and with the approval of members who retires by rotation and being eligible, offers himself for re-appointment as director and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company w.e.f. 30th September, 2021."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution."

3. To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), any other applicable law(s), regulation(s), guideline(s), Mrs. Puja Bajoria (DIN: 07018123), who was appointed by the Board of Directors as an Additional Director of the Company with effect from December 29, 2020 and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (the "Act") and as per Articles of Association of the Company but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company w.e.f. 30th September, 2021."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution."

4. To consider and, if thought fit, to pass, with or without modification, the following resolution as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 2(54), 190, 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification/ amendments or re-enactments thereof) read with Schedule V and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), any other applicable law(s), regulation(s), guideline(s), consent of the Members of the company, be and is hereby accorded to appoint Mrs. Puja Bajoria (DIN: 07018123) as Chairperson cum Managing Director of the Company for a term of three years commencing from 29th December, 2020 on such other terms and conditions as placed before the Board with the authority to the Board to alter or vary the same from time to time as may be decided by it and agreed to by Mrs. Puja Bajoria (DIN: 07018123).

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Mrs. Puja Bajoria (DIN: 07018123) as Managing Director, the Company has no profits or its profits are inadequate the Company shall pay her remuneration as approved by the Members by way of Special Resolution and subject to other provisions as prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, if any.

RESOLVED FURTHER THAT so long as Mrs. Puja Bajoria (DIN: 07018123) functions as Managing Director of the Company, she will not be paid any fees for attending the Meeting of Board of Directors or any committee.

RESOLVED FURTHER THAT as Managing Director, she shall be liable to retire by rotation u/s 152(6) of the Companies Act, 2013, however, if re-appointed as Director immediately on retirement by rotation, she shall continue to hold her office of Managing Director and such re-appointment as Director shall not be deemed to constitute a break in her appointment as Managing Director.

RESOLVED FURTHER THAT a written Memorandum setting out the terms of appointment of Mrs. Puja Bajoria (DIN: 07018123) as Managing Director prepared in terms of the provisions of Section 190 of the Companies Act, 2013 and

all other applicable provisions, if any, be and is hereby considered and approved which shall be kept at the registered office and shall also be open for inspection by the Members of the Company.

RESOLVED FURTHER THAT any one of the Director and Company Secretary of the Company be and are hereby authorized severally to do all such other acts, deeds, matters and things and take all such steps as may be deemed to be incidental, necessary, consequential, proper or expedient to give effect to the appointment of Mrs. Puja Bajoria (DIN: 07018123) as Managing Director of the Company."

By Order of the Board of Directors

For BEEKAY NIRYAT LIMITED

Puja Bajoria
Chairperson cum Managing Director
DIN: 07018123
Address: 404, Nemi Sagar
Colony, Queens Road,
Vaishali Nagar, Jaipur
Rajasthan (India) - 302021

Date: 04.09.2021

Place: Jaipur

IMPORTANT NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. AND SUCH PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company.

A Member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder

The instrument of Proxy (Form MGT-11) as enclosed in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

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

2. Members / proxies should bring the duly filled Attendance slip enclosed herewith to attend the meeting. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the 46th AGM and seek registration before entering the meeting hall. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGMhall.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members / Proxies / Authorized Representatives should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting. Copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
6. The Register of members and the Share Transfer books of the Company will remain closed from 24.09.2021 (Friday) to 30.09.2021 (Thursday) (both days inclusive) for the purpose of Annual General Meeting.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. 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.
9. 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. Member are also advised not to 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.
10. **GREEN INITIATIVE:** - 'Going Green begins at home' is the company's mantra in all aspects of its operations. Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the companies. Through its Circulars No. 17/2011 dated 21.04.2011 and No. 18/2011 dated 29.04.2011. We seek whole hearted support for this noble initiative in preserving our forest. Hence members holding shares in physical mode are requested to register their e-mail ID's with the Niche Technologies Pvt. Ltd., the Registrars & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs) in case the same is still not registered. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to their respective Depository Participants in respect of shares held in electronic form.
11. Electronic copy of the Annual Report for 2020-2021 is being sent to all members whose email IDs are registered with the company/ Depository participants(s) for communication purposes unless any members who have not registered their email address, Physical copies of the Annual report for 2020-2021 is being sent in the permitted mode.
12. Electronic copy of the Notice of the 46th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the company /Depository Participants(s) for communication purpose unless any member request for a hard copy of the same. For members who have not registered their email address, Physical copies of the Notices of the 46th Annual General Meeting of the company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being seen in the permitted mode.
13. Members may also note that the Notice of the 46th Annual General Meeting and the Annual Report for 2020-2021 will also be available on the company's website bkn.bajoriagroup.in. The physical copies of the aforesaid documents will also be available at the company's Registered Office in Jaipur, Rajasthan for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: beekayniryat1975@gmail.com

14. All documents referred to in the accompanying Notice and the explanatory Statement shall be open for inspection at the Registered Office of the company during normal business hours (10.00 am to 5.00 pm) on all working days except Saturdays and Sundays up to and including the date of the general meeting of the company.
15. No dividend has been proposed and recommended by the Board of Directors for the year ended 31st March, 2021.
16. As per Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended, securities of listed companies can be transferred only in dematerialisation form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, members holding shares in physical form are requested to consider converting their holdings into dematerialisation form. Members can contact the company/company's RTA for assistance in this regard

17. **VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations"), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- 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. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. The process and manner for remote e-voting are asunder:
 - (i) The remote e-voting period commences on 27.09.2021 – 09.00 AM (Monday) and ends on 29.09.2021 – 05.00 PM (Wednesday) During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of - 23.09.2021 (Thursday), may cast their vote by remote e-voting. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting and voting during the AGM. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders.
 - (iv) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <input type="checkbox"/> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is over printed on your ballot form. <input type="checkbox"/> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> <input type="checkbox"/> Please Enter the DOB or Bank Account Number in order to Login. <input type="checkbox"/> If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new

password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - (xi) A Member can opt for only one mode of voting i.e. either through e-Voting or by Ballot. If a Member casts vote by both modes, then voting done through e-Voting shall prevail and Ballot shall be treated as invalid.
 - (xii) Click on the EVSN for the relevant company name i.e. BEEKAY NIRYAT LIMITED on which you choose to vote.
 - (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - (xviii) If Demat account holder has forgotten the existing password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - (xix) Note for Non – Individual Shareholders and Custodians
 - Non-Individual Shareholders (i.e. HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533.
 - (xxi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
18. Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at beekayniryat1975@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before -29th September, 2021 5:00 PM without which the vote shall not be treated as valid.
 19. 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 cut-off date of 23th September, 2021. A person who is not a member as on cut-off date should treat this notice for information purpose only.
 20. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficiary owners as at closing hours of business on 04th September, 2021.
 21. The shareholders shall have one vote per equity share held by them as on the cut-off date of 23th September, 2021. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 22. The Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23th September, 2021 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
 23. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
 24. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off

date i.e. 23th September, 2021 are requested to send the written / email communication to the Company at beekayniryat1975@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

25. Mr. Arun Kumar Shrivastav, Practicing Chartered Accountant (Membership No.411224) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
26. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website bkn.bajoriagroup.in and on the website of CDSL. The same will be communicated to the listed stock exchanges i.e. BSE Limited.

IV. VOTING AT AGM

27. The members who have not casted their votes electronically can exercise their voting rights at the AGM through ballot paper.
28. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
29. Members holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates so as to enable the Company to consolidate their holding into one folio.
30. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents, **M/s. Niche Technologies Private Limited**. Accordingly, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to RTA.
31. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
32. Route Map showing directions to reach to the venue of the 46th AGM is given at the end of this Notice as per the requirement of the Secretarial Standards -2 on "General Meeting."

By Order of the Board of Directors

For BEEKAY NIRYAT LIMITED

Puja Bajoria
Chairperson cum Managing Director
DIN: 07018123
Address 404, Nemi Sagar Colony,
Queens Road, Vaishali Nagar, Jaipur
Rajasthan (India) - 302021

Date: 04.09.2021
Place: Jaipur

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Details of Directors seeking appointment/re-appointment at 46th Annual General Meeting****ITEM NO. 2 & 5**

Name	Mr. Avinash Bajoria
Category / Designation	Managing Director
Director Identification No (DIN)	01402573
Date of Birth and Age	26/12/1970 and age 50
Nationality	Indian
Date of first appointment on the Board	29/12/2020
Date of reappointment (Change in Designation)	30.09.2021
Brief Profile / Expertise in Specific field/ Qualification	Mr. Avinash Bajoria (DIN: 01402573) is the Additional Director of the Company and Commerce Graduate by qualification. He possesses rich experience of over 02 decades in Business. He is having good rapport with various departments and other manufacturer in similar type of industry.
Board Meetings held & attended during the FY 2020-21	Three meetings held and attended all the meetings.
Directorship held in other public companies (Excluding foreign companies and Section 8 Companies)	(i) Rajasthan Cylinders And Containers Ltd (ii) Shipra Towers Private Limited
Memberships/Chairmanships of Committees of other Public Companies (Includes only Audit Committee and Stakeholder's Relationship Committee)	Member of the Audit Committee of the board of Rajasthan Cylinders And Containers Ltd
Number of shares held in the company	583079 equity shares
Remuneration paid during financial year 2020-21	NIL
Relationship with other directors / KMP	NA

ITEM NO. 3 & 4

Mr. Puja Bajoria (DIN: 07018123) was appointed as Chairperson cum Managing Director of the company at Board Meeting of the Directors of the company held on 08th December, 2020, for the period of 3 years commencing from [December 29, 2020]. In accordance with the recommendation of the Nomination and Remuneration Committee, the Board of Directors and subject to the approval of the shareholders of the Company at its Annual General Meeting will be held on [September 30, 2021] on the following terms and conditions:

A. Basic Salary

NIL

B. Perquisites

In addition to the Salary, he will be allowed perquisites as specified below:

NIL

Other Term

3. She shall be entitled to reimbursement of expenses actually and properly incurred by him for the business of the company.
4. She shall not be paid any sitting fee for attending the meetings of the Board of Directors or committee thereof.

The information as required under proviso (iv) to Clause B of Part II of Schedule V of the Act are given hereunder -

I. GENERAL INFORMATION					
1.	Nature of Industry	Commercial and Industrial			
2.	Date or expected date of commencement of commercial production	The company was incorporated in the year 1975 and is already in commercial production for long.			
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable			
4.	Financial Performance based on given indicators	Financial Parameters	Years		
			2020-21 (Rs.)	2019-20 (Rs.)	2018-19 (Rs.)
		Turnover	95,84,197	1,91,30,755	26,332,434
		Net Profit/(Loss)	36,59,928	41,00,866	14,64,652
		Amount of dividend paid	NIL	NIL	NIL
		Rate of dividend paid	NIL	NIL	NIL
		5.	Foreign Investments or collaboration, if any	NIL	
II. INFORMATION ABOUT THE APPOINTEE					
1.	Background details	Mrs. Puja Bajoria (DIN: 07018123) is a graduate and having experience over 03 years in the business. She is having good rapport with various departments and other similar type of industry.			
2.	Past Remuneration	Organization	Period	Total Amount (Rs.)	
		Beekay Niryat Limited	29.12.2020 to 31.03.2021	NA	
3.	Recognition or awards	NIL			
4.	Job Profile and his suitability	<p>She is looking after day to day operations of the Company, coordination with various outside agencies, management of funds etc.</p> <p>She is associated with this company from 29th, December 2020 and has vast experience in manufacturing, trading and export activities covering all functions of general management as liaison in public relation for Bajoria Group of Industries.</p>			
5.	Remuneration Proposed	<p>Item Description Rs./PA</p> <p>Basic Salary NIL</p> <p>Inclusive of Perquisite and Performance Bonus as approved by the members at 46th Annual General Meeting.</p> <p>*No revision in remuneration is proposed.</p>			
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of origin)	The remuneration payable to Mrs. Puja Bajoria is NIL.			
7.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	Mrs. Puja Bajoria has no pecuniary relationship with the company, directly or indirectly, or with managerial personnel.			

III. OTHER INFORMATION

1.	Reason of loss or inadequate profits	Due to increase in the cost of inputs.
2.	Steps taken or proposed to be taken for improvement	The Company is continuously taking up the matter of with its customers for revision in the prices so as to offset the increased input costs. Control and reduction of controllable expenses.
3.	Expected increase in productivity and profits in measurable terms.	The consistent flow of the orders with revision in the prices corresponding to increase in input cost could result in the better financial performance of the Company.

The brief resume of Mrs. Puja Bajoria is as hereunder –

Mrs. Puja Bajoria (DIN 07018123) (Born on 03/06/1979) is the Chairperson cum Managing Director of the Company and Commerce Graduate by qualification. He was first inducted on 29/12/2020 in the Board of Directors of the company as an Additional Director (Chairperson cum Managing Director). He possess rich experience of over 03 years in manufacturing, trading and export activities covering all functions of general management as liaison in public relation for Bajoria Group of Industries. she is a businesswomen who has vast knowledge in financial and production activities and is serving his company with his great hard work and knowledge

Companies (other than Beekay Niryat Limited) in which Mrs. Puja Bajoria holds the Directorship –

· Ganeshkripa Land Developers Private Limited

Membership/ Chairmanship of Committee of other public limited companies: NIL No.

of Shares held in company: 309770

No. of Board Meetings attended in the Company during the year: 03

Except Mrs. Puja Bajoria, none of the other Directors, Key Managerial Personnel of your company or relatives of Directors/Key Managerial Personnel are concerned or interested in the said resolution.

Therefore, the Board recommends the ordinary resolution as set out at Item No. 3 & 4 for the approval of members of the company.

By Order of the Board of Directors

For BEEKAY NIRYAT LIMITED

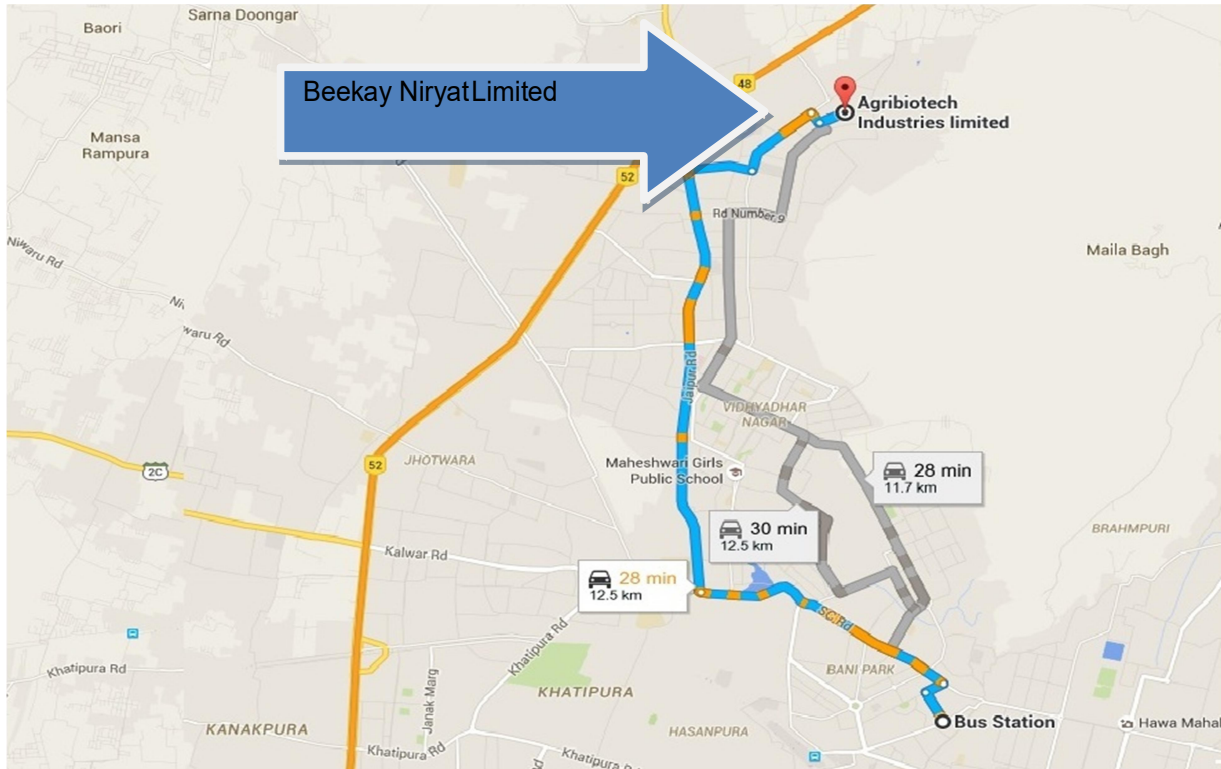
Puja Bajoria
Chairperson cum Managing Director
DIN: 07018123
Address 404, Nemi Sagar
Colony, Queens Road, Vaishali
Nagar, Jaipur
Rajasthan (India) - 302021

Date: 04.09.2021

Place: Jaipur

Route Map to the AGM Venue

Venue: SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur-302013



Landmark:

OPPOSITE POWER GRID CORPORATION LTD. STATION VISHWAKARMA INDUSTRIAL AREA JAIPUR

By Order of the Board of Directors

For BEEKAY NIRYAT LIMITED

Puja Bajoria
Chairperson cum Managing Director
DIN: 07018123
Address 404, Nemi Sagar
Colony, Queens Road,
Vaishali Nagar, Jaipur
Rajasthan (India) - 302021

Date: 04.09.2021
Place: Jaipur

Attendance Slip

Name of the Company: Beekay Niryat Limited

Registered Address: SP-825, Road No.14, V K I Area, Jaipur-302013, Rajasthan

CIN: L67120RJ1975PLC045573; Email Id - beekayniryat1975@gmail.com; Telephone: 91-141-2331771-2; Website bkn.bajoriagroup.in

46th Annual General Meeting on Thursday, 30th September, 2021.

Folio No. / DP ID Client ID No	
Name of First named Member/Proxy/Authorized Representative	
Name of Joint Member(s), if any:	
No. of Shares held	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company.

I/we hereby record my/our presence at the 46th (Forty Sixth) Annual General Meeting of the company being held on Thursday, 30th day of September, 2021 at Registered office of the Company situated at SP-825, Road No. 14, V K I Area, Jaipur-302013, Rajasthan at 11:00 A.M..

Signature of First holder/Proxy/Authorized Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Note(s): 1. please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.

2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.

FORM NO. MGT-11

Proxy Form

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

CIN: L67120RJ1975PLC045573

Name of the Company: Beekay Niryat Limited

Registered office: SP-825 Road No. 14 VKI Area Jaipur-302013 Rajasthan

Corporate Office: 9, Hungerford Street, Kolkata- 700017

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No. / *DP-ID & Client	

I/ We being the member of, holding.....shares of the above named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature or failing him

2. Name:
Address:
E-mail Id:
Signature,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 46th Annual General Meeting of the Company, to be held on Thursday, 30th September, 2021 at 11:00 A.M. at the registered office of the Company situated at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur – 302013, and at any adjournment thereof in respect of such resolutions as are indicated below:-
Resolution No.

1. To receive, consider and adopt the Audited Financial Statements along with Board and Auditors Report of the Company for the Financial Year ended on March 31st, 2021.
5. To appoint a Director in place of Mr. Avinash Bajoria having Director Identification Number 01402573 who retires by rotation and being eligible, offers himself for re-appointment.
2. To Appoint Mr. Avinash Bajoria having Director Identification Number 01402573, as Non – Executive Director of the company.
3. To Appoint Mrs. Puja Bajoria having Director Identification Number 07018123, as Executive Director of the company.
4. To approve the appointment of Mrs. Puja Bajoria having Director Identification Number 07018123, as Chairperson cum Managing Director of the Company.

Signed this day of.....2021.

**Affix Re.1
Revenue
Stamp**

Signature of Shareholder

Signature of Proxyholder(s):

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

BOARD'S REPORT

To the Members of the Company,

Your Directors have immense pleasure in presenting the 46th Annual Report on the business and operations of your Company along with Annual Audited financial Statements of the company for the financial year ended March 31, 2021.

1. Financial Highlights

The highlights of the financial position for the year as compared to the corresponding period in the previous year are given below;

Particulars	Rs. in Lacs	
	FY 2020-2021	FY 2019-2020
Revenue from Operations	-	191.31
Other Income	95.84	94.93
Total Income	95.84	286.24
Purchases	-	188.58
Employee Benefit Expenses	8.39	13.27
Administration and Other Expenses	18.39	20.32
Sub-Total	26.78	222.17
Profit before Interest, Depreciation and Tax	69.06	64.07
Depreciation and Amortization Expense	-	0.10
Profit before Interest and Tax	69.06	63.97
Finance Cost	17.38	8.29
Profit Before Tax & Extraordinary Items	51.69	55.68
Tax Expense		
-Current Tax	13.33	14.29
-Deferred Tax Liability/(Assets)	.23	0.38
Net Profit for the Year	36.60	41.01

2. Review of operations and affairs of the Company:

During the year under review, the Company has earned a profit before Interest, Depreciation & Tax of Rs. **69.06** lacs as compared to profit before Interest, Depreciation & Tax of Rs. **64.07** lacs in previous year. The net profit for the year under review has been Rs. **36.60** lacs as compared to the previous year net profit of Rs. **41.01** lacs. Your Directors are continuously looking for avenues for future growth of the Company in Jute Industry.

3. Covid-19

The COVID-19 virus has shattered the world economy. The industry in general will have to brace itself for the economic shocks of such nature. The Companies will have to prepare contingency plans such as work from home, enhanced safety measures, strategies for continuity of business and other affairs. The Company has taken necessary steps in terms of devising plans for mitigating such risk. There were no other material changes and commitments affecting the financial position of the Company between end of the Financial Year of the company to which the financial statements relate and the date of this report.

4. Share Capital

The paid up equity share capital of the Company as on March 31, 2021 was Rs. 76,842,370. During the year under review, the authorized and paid-up share capital of the Company remain unchanged. The Company has not issued shares with differential voting right neither granted any stock options nor sweat equity shares during the financial year under review.

5. Dividend:

In order to preserve the funds for further diversification and conserve the resources for future growth of the Company, the Board of Directors of the Company do not recommend any final dividend for the Financial Year 2020-21.

6. Transfer to Reserves:

The company has not proposed to transfer any amount to the general reserves during the financial year under review.

7. Board of Directors & Key Managerial Personnel

Mr. Sree Gopal Bajoria (DIN: 01102078) has been ceased to be Chairman cum Managing Director of the company w.e.f. December 29, 2020 due to his resignation. The Board places on record its appreciation for her invaluable contribution and guidance during the tenure Further, Mrs. Puja Bajoria (DIN : 07018123) was appointed as Chairperson cum Managing Director of the company w.e.f. December 29, 2020 by the Board of Directors subject to the approval of the shareholders of the company in ensuing Annual General Meeting in place of Mr. Sree Gopal Bajoria.

Mr. Avinash Bajoria (DIN : 01402573) was appointed as Additional Director of the company w.e.f. December 29, 2020 by the Board of Directors of the company to hold the office up to date of the ensuing annual general meeting of the company.

Upon resignation of Mr. Nipurn Dosi, he ceased to be Chief Financial Officer of the company w.e.f. July 30, 2020. The Board places on record its appreciation for his invaluable contribution and guidance during the tenure. Further, Mrs. Suman Agarwal was appointed as Chief Financial Officer of the company w.e.f. November 30, 2020 by the Board of Directors of the company in place of Mr. Nipurn Dosi.

Ms. Jaishree Datwani has been ceased to be Company Secretary of the company due to her resignation on January 19, 2021. The Board places on record its appreciation for her invaluable contribution and guidance during the tenure Further Mr. Bhavesh Surolia was appointed as Company secretary of the company w.e.f. January 20, 2021 in place of Ms. Jaishree Datwani.

Woman Director

The Company has Mrs. Shashi Tibrewal (DIN: 06912179), and Mrs. Puja Bajoria (DIN: 07018123) as Woman Director in the Board of the Company as per the requirement of Section 149 of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

8. Director retire by rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Avinash Bajoria having Director Identification Number 01402573, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The Board and Nomination and Remuneration Committee recommended his re-appointment to the shareholders of the Company at the ensuing Annual General Meeting.

9. Deposits:

During the year under review, your Company has not accepted any deposit covered under Chapter V of the Act and neither has accepted any deposits which are not in compliance with the requirements of Chapter V of the Act; and within the meaning of Section 73 and 74 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014. There are no outstanding deposits as on 31st March, 2021.

10. Listing of Equity Shares

The equity shares of the Company are listed on BSE Limited and the Annual Listing Fee for the Financial Year 2020-21 has been duly paid.

11. Particulars of loans, guarantees or investments:

Loans and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report. The loans were provided to meet the working capital requirements.

Further it is informed that the Company has neither given any guarantees nor provided any security during the Financial Year under review.

12. Particulars of contracts or arrangements made with related parties:

All Related Party Transactions entered during the year were in the ordinary course of business and on arm's length basis. The Company had not entered into any contract, arrangement and transaction with related party(ies) which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of Related Party Transactions as required under Section 134 (3) (h) of the Companies Act, 2013 in Form AOC -2 is not applicable.

The policy on materiality of related party transactions and dealing with related party transaction as approved by the Board may be accessed on the Company's website <http://www.bkn.bajoriagroup.in/ViewPolicies.aspx>

13. Management's Discussion and Analysis:

The Management Discussion and Analysis Report of the financial conditions and results of operations of the Company for the year under review, as required under regulation 34 (2) (e) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) is presented in the separate section forming part of this Annual Report as "Annexure IV".

14. Director's Responsibility Statement:

The Board of Directors acknowledge the responsibility for ensuring compliance with the provisions of Section 134(3) (c) read with Section 134(5) of the Companies Act, 2013, in preparation of annual accounts for the financial year ended 31st March, 2021 and state that:

- i. In the preparation of the Annual Accounts for the Financial Year ended 31st March, 2021, the applicable accounting standards had been followed with proper explanation relating to material departures.
- ii. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of profit and loss of the Company for that period.
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors had prepared the annual accounts for the financial year ended 31st March, 2021 on a going concern basis.
- v. The Directors had laid down proper internal financial controls to be followed by the company and that such internal financial controls are, adequate and are operating effectively.
- vi. That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

15. Recommendations of the Audit Committee:

During the year under review, all the recommendations made by the Audit Committee were accepted by the Board.

16. Human Resource Management:

To ensure good human resources management at Beekay Niryat Limited, we focus on all aspects of the employee lifecycle. This provides a holistic experience for the employee as well. During their tenure at the Company, employees are motivated through various skill-development, engagement and volunteering programs. All the while, we create effective dialogs through our communication channels to ensure that the feedback reach the relevant teams, including the leadership.

17. Particulars of employees:

Information pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1), 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time has been given as “Annexure II” which forms a part of this Report.

Remuneration Paid to Managing Director during 2020-21 (In Rupees) :-

Name of the Director	Salaries and Allowances	Perquisites	Company's Contribution to PF	Commission & Performance linked incentives	Sitting Fees	Total
Mr. Sree Gopal Bajoria	4,50,000	NIL	NIL	NIL	NIL	4,50,000
Mrs. Puja Bajoria	NIL	NIL	NIL	NIL	NIL	NIL

- i. None of the Directors had the pecuniary relationship with the company.
- ii. The non-executive Directors of the company are not paid any remuneration during the year 2020-21.
- iii. The company enters into service contracts with all executive directors till the duration of their tenure. The services of the Executive Directors may be terminated by either party, giving the other party three months' notice or the company paying three months' salary in lieu thereof. There is no separate provision for payment of severance fees.
- iv. The company does not have any stock option/ Employees Stock Option Scheme.

There are no employees who were in receipt of remuneration in excess of the ceiling prescribed in the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

18. Corporate Governance:

Corporate governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At Beekay Niryat Limited, it is imperative that our company affairs are

managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders. The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally.

Pursuant to the provisions of Regulation 15 (2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the provisions of Regulation 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) were not applicable on the company during the financial year 2020-21. Consequently, the Compliance Report on Corporate Governance as stipulated under Schedule V of the Listing Regulations do not form part of this Annual Report for the Financial Year 2020-21. The declaration of non-applicability of corporate governance from Managing Director is annexed herewith as "Annexure- V".

19. Auditors' certificate on Corporate Governance:

Pursuant to the provisions of Regulation 15 (2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the provisions of Regulation 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) were not applicable on the company during the financial year 2020-21. Consequently, the Auditors' Certificate on Corporate Governance as stipulated under Schedule V of the Listing Regulations do not form part of this Annual Report for the Financial Year 2020-21.

20. Details with regards to meeting of Board of Directors of the Company:

The Board met 8 (Eight) times during the financial year 2020-21. The meetings were held on July 31, 2020; September 14, 2020; November 12, 2020; November 30, 2020; December 08, 2020; January 19, 2021; February 12, 2021; March 31, 2021. The intervening gap between any two meetings was within the time period and quorum at these meetings was in conformity with the provisions of the Companies Act, 2013 and Listing Regulations and the Secretarial Standard-1 on Board Meetings issued by the Institute of Company Secretaries of India.

20.1 Separate Meeting of Independent Directors:

Independent Director plays a pivotal role in governance process of the Board and Schedule IV of the Companies Act 2013 and rules made thereunder mandates that the Independent Directors of the Company should hold at least one meeting in a year without the attendance of Non-Independent Directors.

The Independent Directors met once during the financial year ended 31st March, 2021 i.e. on February 12, 2021 without the attendance of Non-Independent Directors in an informal and flexible manner to enable the Independent Directors to discuss matters pertaining to, inter alia, evaluation of performance of Non-Independent Directors, the Board as a whole and evaluation of performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors. The Independent Directors also reviewed the quality, quantity and timeliness of the flow of information between the Company Management and the Board and its' Committees which is necessary to effectively and reasonably perform and discharge their duties.

21. Other disclosures

As per declaration received from Independent Directors they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have complied with Rule 6 of the companies (Appointment and Qualification of Directors) Rules, 2014, as amended as on date. As per evaluation done by the Nomination and Remuneration Committee and by the Board of all the Independent Directors by considering the parameters such as whether the Directors uphold ethical standards of integrity and probity, the ability of the directors to exercise objective and independent judgment in the best interest of Company, the level of confidentiality maintained, adherence to the applicable code of conduct for Independent Directors and their role in bringing independent judgment during Board deliberations on strategy, performance, risk management, expertise and experience etc. all the Independent Directors have maintained the integrity, expertise and have vast experience in the industry.

All the Independent Directors have registered themselves in the Independent Directors data bank but have not yet appeared in the self-assessment test and it is expected that they shall pass the test very soon in due course. They possess required qualification, skills, expertise and experience to be appointed as Independent Directors of the Company. Moreover, the independent directors have complied with the code of conduct as prescribed in Schedule IV to the Companies Act, 2013.

During the reporting period, none of the Directors of the Company are disqualified in terms of sub-section (2) of Section 164 of the Companies Act, 2013.

The Company has devised the Terms and Conditions for appointment of Independent Directors available on the following web link <http://www.bkn.bajoriagroup.in/Conduct.aspx>

Code of Conduct of Independent Directors available on the following web link <http://www.bkn.bajoriagroup.in/Conduct.aspx>

22. Familiarization Programme for Independent Directors

In compliance with the requirements of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company has put in place a familiarization programme for Independent Directors as a guide for Independent Directors from time-to-time for better understanding of the Company's operations. The details of such familiarization programmes for Independent Directors are posted on the website of the Company <http://www.bkn.bajoriagroup.in/Conduct.aspx>

23. Committees of Board of Directors:

The Company's governance structure is based on the principles of freedom to the executive management within a given framework to ensure that the powers vested in the executive management are exercised with due care and responsibility so as to meet the expectation of all the stakeholders. In line with these principles and the Companies Act, 2013, the Board has formed two committees:

1. the Audit committee and
2. the Nomination and Remuneration committee

As per the provision of Section 178 (5) and Regulation 15 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, formation of Stakeholders Relationship Committee is not mandatory for the Company and hence it is not formed.

The composition of the committees and compliances, as per the applicable provisions of the Act and Rules and SEBI (LODR) Regulations, 2015, are as follows:

Name of the Committee	Name of the Company Member	Position in the Committee
Audit Committee	Mr. Pratap Kumar Mondal [DIN: 06730854]	Chairman
	Mr. Sree Gopal Bajoria [DIN: 01102078]**	Member
	Mr. Umesh Joshi [DIN: 03385578]*	Member
	Mrs. Shashi Tibrewal [DIN: 06912179]	Member

During the year, the committee met 4 times on 31.07.2020; 14.09.2020, 12.11.2020 and 12.02.2021.

NOTE :

* Mr.Umesh Joshi was appointed as Member of the Committee w.e.f. January 19, 2021.

**Mr. Sree Gopal Bajoria ceased to be Director and Member of the Committee w.e.f. December 29, 2020.

Name of the Committee	Name of the Company Member	Position in the Committee
Nomination and Remuneration Committee	Mr. Umesh Joshi [DIN: 03385578]	Chairman
	Mr. Pratap Kumar Mondal [DIN: 06730854]	Member
	Mrs. Shashi Tibrewal [DIN: 06912179]	Member

During the year, the committee met Four times on 31.07.2020; 30.11.2020; 08.12.2020 and 19.01.2021.

24. Performance Evaluation of the Board, its Committees and individual Directors

In terms of requirements of Listing Regulations and provisions of the Companies Act, Nomination cum Remuneration Committee of the Board of Directors of the Company specified the manner for effective evaluation of performance of Board, its Committees and Individual Directors. Based on the same, annual evaluation of its own performance, performance of its Committees, Individual Directors including Independent Directors was carried out during the reporting period. The Company had adopted the evaluation parameters as suggested by ICSI and SEBI with suitable changes from Company's perspective.

The Board has carried out an annual evaluation of its own performance and that of its Committees as well as performance of the Directors individually including Independent Directors (excluding the director being evaluated) has been made.

Performance evaluation of Directors was carried out by Board and Nomination and Remuneration Committee on parameters such as appropriateness of qualification, knowledge, skills and experience, time devoted to Board, deliberations and participation level in board functioning, extent of diversity in the knowledge and related industry expertise, attendance and participations in the meetings and workings thereof and Initiative to maintain high level of integrity and ethics and the same was appraised to the Board of Directors.

Independent Directors had carried out performance evaluation of Non-Independent Directors in their separate meeting, the Board as a whole and performance evaluation of Chairman was carried out, taking into account the views of Executive and Non-Executive Directors.

The performance of Committees were evaluated on parameters such as whether the Committees of the Board are appropriately constituted, have appropriate number of meetings held each year to accomplish all of its responsibilities,

maintain the confidentiality of its discussions and decisions, conduct self-evaluation at least annually, make periodical reporting to the Board along with its suggestions and recommendations.

Independent Directors' performance evaluation was carried out on parameters such as whether the Directors uphold ethical standards of integrity and probity, the ability of the directors to exercise objective and independent judgment in the best interest of Company, the level of confidentiality maintained, adherence to the applicable code of conduct for Independent Directors and their role in bringing independent judgment during Board deliberations on strategy, performance, risk management etc.

The Board/Directors expressed their satisfaction with the evaluation process.

25. Statutory Auditors:

M/s. R P Khandelwal & Associates, Practicing Chartered Accountants, Jaipur having Firm Registration No: 001795C were appointed as Statutory Auditors of your Company at the 45th Annual General Meeting to hold office for a term of 5 consecutive Financial Years in place of M/s. RANKS & Associates, Chartered Accountants till the conclusion of 49th Annual General Meeting to be held in the year 2025. Further, M/s. R P Khandelwal & Associates, Chartered Accountants have confirmed their consent and eligibility under the provisions of the Companies Act, 2013 to act as such.

The observations in the Auditor's report have been dealt with by making relevant notes in the Accounts and following comments /clarifications are given below:-

S. No.	Auditor's opinion	Management Reply
1.	The Company has not prepared Consolidated Financial Statements as required under IND-AS 110 (Consolidated Financial Statements) and IND AS-28 (Investment in associates and joint ventures).	The Company holds more than 20% holding in its one group companies. The shares are held for sale in near future and hence not accounted for as associated.
2.	Non-Current Investments includes: i Shares held, quoted and in physical form having market worth Rs. 1.15 lacs are not held in the name of the Company. This is contravention to section 187 of the Companies Act, 2013.	The Company is in the process of Converting these shares in the name of the Company at its earliest and then proceed to demat these shares.

Emphasis of Matter

- a. *Maharashtra Industrial Development corporation (MIDC) has allotted land at Ahmednagar, Maharashtra vide agreement dated 16.10.2008 for development of Cooperative Housing project. In the absence of permission for construction of shed, electric connection & water connection the project could not be started. The Company has taken up the matter with MIDC. The expenses so far incurred is capitalized & shown as Leasehold Land. MIDC has not demanded for lease rental and therefore the same could not be quantified & provided for / orpaid.*

Your company is expecting to get the approval soon from MIDC.

- b. *Case filed by the company before Sessions Judge of civil court against HDFC Bank Ltd. for Rs 52,000/- in relation with dishonor of a cheque by the bank for the said amount. The amount is to be recovered from HDFC Bank. Confirmation from the party as well as from HDFC Bank is awaited.*

Your company is in rigorous follow up and expecting the decision of your favor.

- c. *For the purpose of computation of Fair Value as per IND AS 113, the fair value of unquoted shares has been computed using audited financials as at 31st March 2020 as the audited financials as at 31st March 2021 were not available.*

Your company has tried its best to make available the latest financial for the purpose of determination of Fair Value.

- d. *The company has given loans to the tune of Rs. 227.07 lacs and also received loans to the tune of Rs. 107.39 lacs loans to the directors/their relatives/companies in which directors of the company are also directors. The company gives loans to entities in its ordinary course of business activity. Interest has been charged to these entities at rates as per market standards. The confirmation from these entities has also been received.*

Your company charges interest on loans given to anyone whether related or not. The Loans given are in no ways prejudicial to the interest of your company.

26. Secretarial Auditor:

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the rules made thereunder, Mrs. Ankita Nevatia, Proprietor at M/s. Ankita Nevatia & Co., Practicing Company Secretaries having ICSI Membership No. FCS 8510 and C.O.P. No. 9709 was appointed as Secretarial Auditor to conduct secretarial audit of the Company for the financial year 2020-21. The Secretarial Audit Report for the financial year 2020-21 is attached herewith as "**Annexure I**" along with **Annexure A** to this report. The report does not contain any reservation, qualification or adverse remark. Information referred to in the Secretarial Auditor Report are self-explanatory and do not call for any further comments.

27. Internal Auditor:

M/s Ashish NK Agrawal & Associates, Chartered Accountants, Jaipur performed the duties of Internal Auditors of the Company for 2020-21 and their report is reviewed by the Audit Committee of the company on Quarterly intervals.

28. Internal Control System

The Company has adequate internal control system to safeguard the Company's assets from any loss or damage, to control cost, prevent revenue loss and required financial and accounting controls and to effectively implement the applicable accounting standards.

29. Risk Management Policy:

In compliance with the applicable provisions of Companies Act, 2013, the Board has framed and adopted the Risk Management Policy of the company in order to ensure that the Company's affairs shall be carried out in a sound and prudent manner by managing its business, operating and financial risk by adopting appropriate risk identification, assessment, and control and mitigation measures.

30. Vigil Mechanism/ Whistle Blower Policy:

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its directors and employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. Your Company has established a vigil mechanism for grievances Redressal of the Directors and employees of the Company which will help in reporting genuine concerns or grievances of Directors and employees, actual or suspected fraud and it provides adequate safeguards against victimization. The Whistle Blower shall also have right to access to the Chairman of the Audit Committee directly in exceptional cases. The Whistle Blower Policy is available on our website <http://www.bkn.bajoriagroup.in/ViewPolicies.aspx>

During the year under review, the Company has not received any complaint under this policy.

31. Details of Subsidiaries, Associates & Joint Venture

The company does not have any Subsidiary, Associates or Joint Venture Companies.

32. Details of policy developed and implemented by the company in its Corporate Social Responsibility initiatives taken during the year:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the company does not fall under the ambit as provided under Section 135 of the Companies Act, 2013 read-with Rules made thereunder.

33. Details of fraud reports by auditors under sub-section (12) of section 143 of Companies Act, 2013

As specified under Section 143 (12) of Companies Act, 2013 including any statutory amendments or modifications, if any, the auditor of the company has not reported any fraud in the course of the performance of his duties as auditor.

34. Extract of Annual Return:

In accordance with the provisions of Section 92(3) and Section 134(3)(a) of the Companies Act, 2013 read with Rules 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is uploaded on the website of