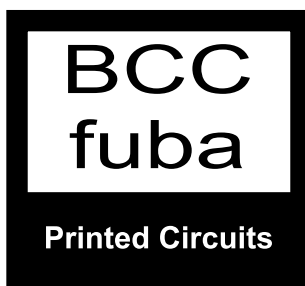


BCC FUBA INDIA LIMITED

36TH ANNUAL REPORT 2021-2022



BOARD OF DIRECTORS

1.	MR. CHANDAR VIR SINGH JUNEJA	CHAIRPERSON & INDEPENDENT DIRECTOR
2.	MR. PARMOD KUMAR GUPTA	NON EXECUTIVE DIRECTOR
3.	MR. VISHAL TAYAL	NON EXECUTIVE DIRECTOR
4.	MRS. MONA TAYAL	NON EXECUTIVE DIRECTOR
5.	MRS. RICHA BHANSALI	INDEPENDENT DIRECTOR
6.	MR. ABHINAV BHARDWAJ	EXECUTIVE DIRECTOR
7.	MR. ANURAG GUPTA	NON EXECUTIVE DIRECTOR
8.	MR. HARI DATT JANGID	INDEPENDENT DIRECTOR

AUDITORS

* RAJESH K GOEL & ASSOCIATES

Chartered Accountants
108-109, Prerna Complex,
B-3, Subhash Chowk, Laxmi Nagar,
Delhi-110092

Regd. Office :

Corporate Office :

Share Transfer Agent :

Secretarial Auditors :

INTERNAL AUDITORS

VIMAL JAIN & ASSOCIATES

Chartered Accountants
Address: RZ A-10, Shish Ram Park,
Uttam Nagar, New Delhi – 110059

4km., Swarghat Road, Nalagarh-174 101
Distt. Solan, Himachal Pradesh.

109, Wing – II, Hans Bhawan, Bahadur Shah Zafar
Marg, New Delhi 110002

LINK INTIME INDIA PRIVATE LIMITED
Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri
Market, Janakpuri, New Delhi-110058
Ph- 011-41410592/93/94

Pankhuri Mathur & Associates
H-104, Amrapali Zodiac, Sector-120, Noida,
Uttar Pradesh 201301

* Statutory Auditor Resigned w.e.f. 30th June, 2022 and M/s Bhagi Bhardwaj Gaur & Co, Chartered Accountant has been proposed to be appointed as Statutory Auditor by the Board of the Company in their meeting held on 29th July, 2022.

NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the members of **BCC FUBA INDIA LIMITED** ("the company") will be held on Friday, the 30th day of September 2022 at 11:30 A.M. through Video Conferencing ("VC") in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No.20/2020, 14/2020 and 17/2020 dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 respectively to transact the following businesses: -

ORDINARY BUSINESS:-

To consider and thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

- 1. To receive, consider and adopt the Audited Financial Statements of the company for the Financial Year ended 31st March 2022 and the Reports of the Board of Directors and the Auditor's thereon.**
- 2. To appoint Mrs. Mona Tayal (DIN: 08099174), who retires by rotation and being eligible offers himself for re-appointment.**

"**RESOLVED THAT** Mrs. Mona Tayal (DIN: 08099174), who retires by rotation from the Board of Directors pursuant to the provisions of section 152 of the Companies Act, 2013 and Company's Articles of Association be and is hereby reappointed as a Director of the Company."

SPECIAL BUSINESS

- 3. Appointment of Statutory Auditor to fill the casual vacancy under Section 139 of the Companies Act, 2013 to be passed as Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provision of Section 139(8) of the Companies Act, 2013 and rules made thereunder, M/s Bhagi Bhardwaj Gaur & Co. Chartered Accountants (FRN 007895N) having their office at 2952-53/2, Sangtrashan, Paharaganj, New Delhi-110055, who have given their consent to be appointed as the Statutory Auditors of the Company, be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of Rajesh K Goel & Associates, Chartered Accountants, (FRN 025273N) Statutory Auditor of the Company;

RESOLVED FURTHER THAT M/s Bhagi Bhardwaj Gaur & Co. Chartered Accountants (FRN 007895N) shall hold the office of the Statutory Auditors of the Company from the period commencing from ensuing General Meeting till the conclusion of next Annual General Meeting of the Company at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT any Director of the Board and/or Company Secretary of the Company be and is, hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to inform the BSE and to file necessary E-Forms with Registrar of Companies."

- 4. Appointment of Mr. Chandar Vir Singh Juneja (DIN 00050410) as an Independent Director of the Company to be passed as Special Resolution**

"**RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Chandar Vir Singh Juneja (DIN 00050410), who was appointed as an Independent Director under Section 149(6) of the Companies Act, 2013 and in accordance with Article of Association of the Company with effect from 9th January, 2017 on the Board of the Company and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 for period of five years and who have made a declaration that he meets with criteria of independence as mentioned under section 149(6) of the Companies Act, 2013 be and is hereby re-appointed as an Independent Director of the Company in this Annual General Meeting, to hold office as such for the period of further five consecutive years with effect from 9th January, 2022, whose office shall not be liable to retire by rotation.

5. Appointment of Mrs. Richa Bhansali (DIN 07680199) as an Independent Director of the Company to be passed as Special Resolution

RESOLVED THAT pursuant to provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Richa Bhansali (DIN 07680199), who was appointed as an Independent Director under Section 149(6) of the Companies Act, 2013 and in accordance with Article of Association of the Company with effect from 9th January, 2017 on the Board of the Company and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 for period of five years and who have made a declaration that he meets with criteria of independence as mentioned under section 149(6) of the Companies Act, 2013 be and is hereby re-appointed as an Independent Director of the Company in the Annual General Meeting, to hold office as such for the period of five consecutive years with effect from 9th January, 2022, whose office shall not be liable to retire by rotation.

Date: 01.09.2022

For B C C Fuba India Limited
Abhinav Bhardwaj
Director
DIN: 06785065

NOTES:

1. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular dated 5th May 2020 read with Circulars dated 8th April, 2020, 13th April, 2020, 28th September, 2020 and 13th January, 2021 (collectively referred to as "MCA Circulars"), has introduced certain measures enabling companies to convene their Annual General Meetings (AGM/ Meeting) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. Further the Securities and Exchange Board of India ('SEBI') vide its circulars dated 12th May 2020 and 15th January 2021 ('SEBI Circulars') has also granted certain relaxations. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with requisite documents and the Annual Report for the financial year ended 31st March 2022 (Collectively referred to as Notice) have been sent only to those members whose e- mail ids are registered with the Company or the Registrar and Share Transfer Agent or the Depository Participant(s) through electronic means. The Notice shall also be available on the Company's website www.bccfuba.com.
2. In compliance with the said Circulars, the Company has also published a public notice by way of an advertisement made dated 30th August, 2022 in Financial Express (Nation daily newspaper - English Edition) and in Jansatta (Himachal Daily Newspaper – Hindi Edition) along with their electronic editions, inter alia, advising the members whose e-mail ids are not registered with the Company, its Registrar and Share Transfer Agent (RTA) or Depository Participant(s) (DPs), as the case may be, to register their e-mail ids with them. The Company has also provided an opportunity to its shareholders to register or update their email addresses pursuant to the proviso to Rule 18(3) (i) of Companies (Management and Administration) Rules, 2014.
3. **Registration of e-mail address permanently with Company/ Registrar and Transfer Agent:**
The members who have not yet registered their e- mail ids with the Company or if there is any change in the email-id already registered with the company may register/change it through our Registrar and Transfer Agent (RTA) viz. Link Intime India Pvt. Ltd. (LIPL) by accessing the following link click on the mentioned link https://linkintime.co.in/emailreg/email_register.html for registering their e- mail ids. The Company shall send the Notice to such members whose e-mail ids get registered within the aforesaid time enabling them to participate in the meeting and cast their votes.
4. In terms of the aforesaid Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the

Company's website www.bccfuba.com and website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. Further as per the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility.

5. Since, the AGM is being conducted through VC/ OAVM (without the physical presence of the members), the Proxy Form, Attendance Slip, Route Map and place of meeting are not required. However, corporate members are required to send to the Company's email address delhi@bccfuba.com, a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting through VC.
6. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
9. Pursuant to Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and applicable provisions of the SEBI Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right on all resolutions proposed to be passed at AGM by way of electronic means. The facility of e-voting through the same portal provided by LIPL will be available during the Meeting through VC also to those Members who do not cast their votes by remote e-voting prior to the Meeting. Members, who cast their votes by remote e-voting, may attend the Meeting through VC but will not be entitled to cast their votes once again.
10. Voting rights of the members for voting through remote e-voting or e-voting system provide in the Meeting itself as on the cut-off date i.e. Friday, 23rd September, 2022. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote evoting or e- voting system provide in the Meeting. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9:00 A.M. on Monday, 27th September, 2022 and will end at 5.00 P.M. on Thursday, 29th September, 2022. In addition, the facility for voting through e voting system shall also be made available at the VC and the Members attending the AGM by VC who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Company has appointed Mr. Naresh Samkaria, Partner of Samkaria & Associates, Practicing Chartered Accountant, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
11. In accordance with the aforementioned MCA Circulars, the Company has appointed Link Intime India Private Limited (LIPL) for providing the VC facility to the members for participating in the Meeting. The members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

InstaMeet Support Desk

Link Intime India Private Limited

Process and manner for attending the Annual General Meeting through InstaMeet:

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

- Select the "**Company**" and '**Event Date**' and register with your following details: -
- A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
 - 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. Mobile No.:** Enter your mobile number.
 - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

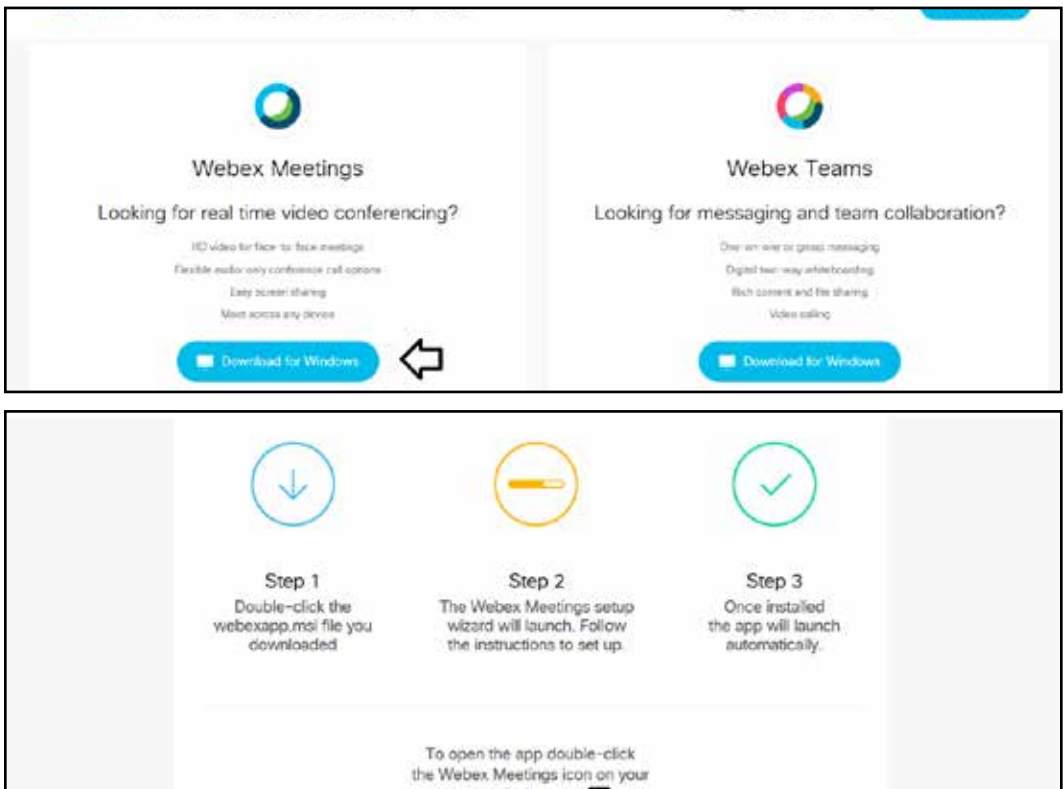
1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

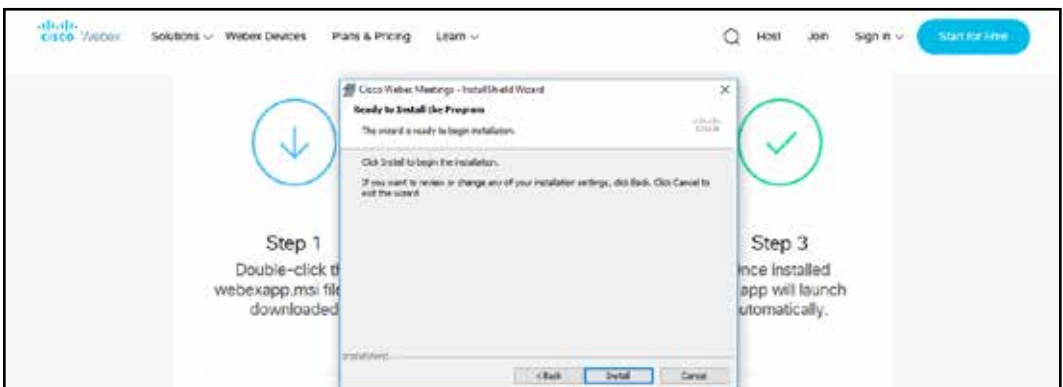
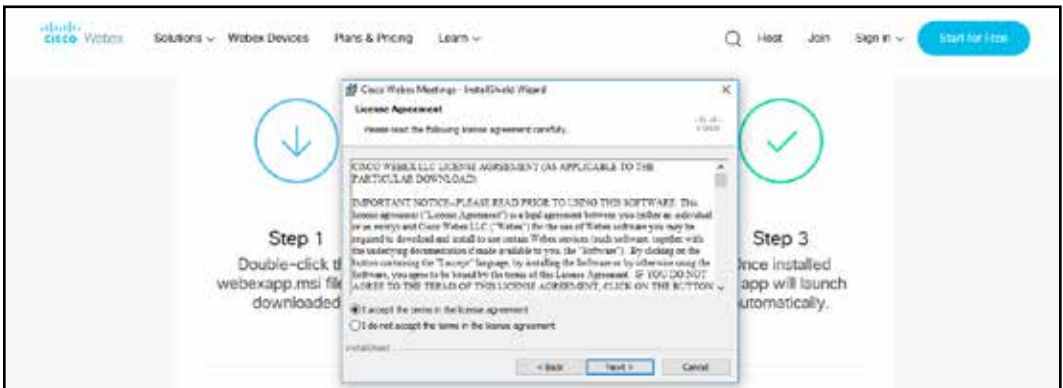
Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Annexure**Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET**

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>





or

Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

- 1 (A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
- 1 (B) If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or [Run a temporary application](#). Click on [Run a temporary application](#), an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

The screenshot shows the Cisco Webex 'Join Event Now' page. On the left, under 'Event Information:', there are fields for 'Event status:', 'Date and time:', 'Duration:', and 'Description:'. Below these is a link to 'By joining this event, you are accepting the Cisco Webex Terms of Service and Privacy Policies'. On the right, under 'Join Event Now', there is a message: 'You cannot join the event now because it has not started.' Below this is a form with fields for 'First name:', 'Last name:', 'Email address:', and 'Event password:'. A red arrow points to the 'First name' field with the text 'Enter your first name, last name and email address'. At the bottom of the form, there is a 'Join by browser' button with a red arrow pointing to it and the text 'NEW!'. Below the button, there is a link to 'Join by browser' and a button to 'Join by browser'.

12. PROCEDURE FOR REMOTE E-VOTING

EVENT NUMBER 220429

Remote e-Voting Instructions for shareholders:

- The voting period begins Tuesday, 27th September, 2022 at 9:00 A.M. and ends on Thursday, 29th September, 2022 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2022, may cast their vote electronically. The e-voting module shall be disabled by Link Intime India Private Limited (LIPL) for voting thereafter.

As per the SEBI circular dated December 9, 2020, individual shareholders 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 shareholders holding securities in demat mode is given below:

- Individual Shareholders holding securities in demat mode with NSDL
 - Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 - If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL
 1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
 2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
 3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
 4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

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

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders 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. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details: -

A. User ID:

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

- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders 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.

Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

Shareholders holding shares in **NSDL form, shall provide 'D' above*