



**31<sup>st</sup>**

**ANNUAL REPORT**

**2022-23**

**BARTRONICS INDIA LIMITED**

## CORPORATE INFORMATION

BOARD OF DIRECTORS	:	<p>*^Mr. VENU GOPAL THOTA Executive Chairman &amp; Managing Director (DIN 01979738)</p> <p>#Mr. N. VIDHYA SAGAR REDDY Executive Chairman &amp; Managing Director (DIN 09474749)</p> <p>*Ms. VILASITHA DANDAMUDI Non-Executive-Non-Independent Director (DIN 08272465)</p> <p>*Ms. SUJATA CYRIL BORDE Non-Executive - Independent Director (DIN 09620880)</p> <p>*Mr. KRISHNA KISHORE MADICHARLA Non-Executive - Independent Director (DIN 07582428)</p> <p>**Mr. THIRUPATHI REDDY BHEEMUNI Non-Executive - Independent Director (DIN 03418411)</p> <p>**Mr. PAMARTHI RAJESH Non-Executive - Independent Director (DIN 10155271)</p> <p>#Appointed w.e.f. 14.08.2023 *Appointed w.e.f. 28.03.2023. ^Resigned w.e.f. 14.08.2023 **Appointed w.e.f. 15.05.2023</p>
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#New Board constituted with effect from 28.03.2023 pursuant to the approved Resolution Plan

### KEY MANAGERIAL PERSONNELS

		<p>#Ms. APEKSHA NAIDU Company Secretary &amp; Compliance Officer</p> <p>##Ms. APEKSHA NAIDU Company Secretary &amp; Compliance Officer</p> <p>*Mr. ASHWANI SINGH BISHT Company Secretary &amp; Compliance Officer</p> <p>#Appointed w.e.f. 01.12.2022 ##Resigned w.e.f. 17.07.2023 *Appointed w.e.f. 01.08.2023 (D.O.J. : 02.08.2023)</p>
CHIEF FINANCIAL OFFICER	:	Mr. NAVEEN KUMAR REDDY BHEEMAVARAPU (Appointed w.e.f.13.12.2022)
CORPORATE IDENTITY NUMBER (CIN)	:	L29309TG1990PLC011721
ISIN	:	INE855F01042
REGISTERED OFFICE	:	Survey No. 351, Raj Bollaram Village, Medchal Mandal & District, Telangana – 501 401.
CORPORATE OFFICE	:	Plot No 193, Block-B, Kavuri Hill, GB Pet, Madhapur, Hyderabad, Telangana – 500 033.
STATUTORY AUDITORS	:	M/s. NG RAO & ASSOCIATES Chartered Accountants H.No. 6-3-1186/A/6, (New No. 325), 2nd Floor, Chinna Balreddy Building, Adjacent Lane to ITC Kakatiya Hotel, Begumpet, Hyderabad -500 016.

SECRETARIAL AUDITORS	:	M/s. RPR & ASSOCIATES Company Secretaries H.No. 158/C, 2nd floor, Vengalrao Nagar, e- seva Lane, SR Nagar, Hyderabad-500038.
INTERNAL AUDITORS	:	M/s. KOMMULA & CO. Chartered Accountants, Hyderabad
AUDIT COMMITTEE	:	Mr. KRISHNA KISHORE MADICHARLA Chairman  Ms. SUJATA CYRIL BORDE Member  *Mr. VENU GOPAL THOTA Member  ^MR. VIDHYA SAGAR REDDY Member  *Resigned w.e.f. 14th August, 2023 ^Appointed w.e.f. 14th August, 2023
NOMINATION & REMUNERATION COMMITTEE	:	Ms. SUJATA CYRIL BORDE Chairperson  Mr. KRISHNA KISHORE MADICHARLA Member  Ms. VILASITHA DANDAMUDI Member
STAKEHOLDER RELATIONSHIP COMMITTEE	:	MR. KRISHNA KISHORE MADICHARLA Chairman  Ms. SUJATA CYRIL BORDE Member  Ms. VILASITHA DANDAMUDI Member
LISTING DETAILS	:	1) BSE Limited 2) National Stock Exchange of India Limited (NSE)
BSE SCRIP CODE	:	532694
NSE SYMBOL	:	ASMS
CONTACT DETAILS	:	Tel +91 (0)40-49269269 E-Mail: <a href="mailto:info@bartronics.com">info@bartronics.com</a> Website: <a href="http://www.bartronics.com">www.bartronics.com</a>

## NOTICE OF 31<sup>st</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF BARTRONICS INDIA LIMITED WILL BE HELD ON FRIDAY THE 29<sup>TH</sup> DAY OF SEPTEMBER, 2023 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Standalone and Consolidated Audited Balance Sheet as at 31<sup>st</sup> March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
2. To appoint a director in place of Ms. Vilasitha Dandamudi (DIN: 08272465), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint M/s. Brahmayya & Co, Chartered Accountants as Statutory Auditors of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 139, 141 and 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, and other applicable provisions if any including any statutory enactment or modification thereof, and pursuant to recommendation of Audit Committee, M/s. Brahmayya & Co, Chartered Accountants [Firm Regn: 000511S], be and are hereby appointed as the Statutory Auditors of the Company, in place of M/s. NG Rao & Associates., Retiring Auditors, to hold the office for term of five (5) consecutive years, from the conclusion of this 31<sup>st</sup> Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company to be held in the financial year 2027-28, at the remuneration of Rs. 12,50,000/- (Rupees Twelve Lakhs Fifty thousand only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses incurred by them during the course of audit.”

FURTHER RESOLVED THAT the Board be and is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard.”

### SPECIAL BUSINESS:

4. **Appointment of Mr. N. Vidhya Sagar Reddy (DIN: 09474749) as a Director of the Company:**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as Ordinary Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and 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 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. N. Vidhya Sagar Reddy (DIN: 09474749), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised severally to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. **Appointment of Mr. N. Vidhya Sagar Reddy (DIN: 09474749) as Chairman cum Managing Director of the Company:**

**To consider and if thought fit, to pass with or without modification(s), the following resolution, as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 read with Schedule V and

any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof) and as recommended and approved by the Nomination and Remuneration Committee of the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. N. Vidhya Sagar Reddy (DIN: 09474749) as Chairman cum Managing Director of the Company on such terms and conditions mutually agreed upon by the Board of Directors and Mr. N. Vidhya Sagar Reddy shall not liable to retire by rotation.

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded for the appointment of Mr. N. Vidhya Sagar Reddy as Managing Director for a period of 3 years effective from August 14, 2023 at the remuneration enumerated as under:

Particulars	Amount per annum (Rupees)
Basic	960000
HRA	384000
Conveyance Allowance	19200
Education Allowance	2400
Special Allowance	939646
Medical Reimbursement	15000
Attire Allowance	12000
Provident Fund (Employee)	21600
Gratuity	46154
Cost to the Company (CTC)	2400000

RESOLVED FURTHER THAT Mr. N. Vidhya Sagar Reddy, in the capacity of Managing Director shall be entrusted with the powers, authorities, functions, duties, responsibilities etc., by the Board of Directors from time to time.

“RESOLVED FURTHER THAT in case of insufficiency of profit, the Company shall pay above remuneration by way of salary and/or other allowances as a minimum remuneration, which is within the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.”

“RESOLVED FURTHER THAT the Nomination and Remuneration Committee / Board of Directors of the Company be and is hereby authorised to vary the remuneration of Mr. N. Vidhya Sagar Reddy, the Managing Director, from time to time within the limits prescribed and permitted under the Companies Act, 2013, as amended, during his term of office without being required to seek any fresh approval of the shareholders of the Company and the decision of the Nomination and Remuneration Committee shall be final and conclusive in that regard.”

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration, that is, the salary, allowances etc., within such prescribed limit or ceiling and the terms and conditions of said appointment as agreed to between the Board and Mr. N. Vidhya Sagar Reddy be suitably amended to give effect to such modification, relaxation or variation subject to such approvals as may be required by law.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required, settle any/or all questions/ matters arising with respect to the above matter including filing of requisite forms / returns/ applications with the Registrar of Companies or other regulatory authorities and to approve the execution of all such documents, instruments and writings as may be necessary in connection with the foregoing and to delegate all or any of its powers hereby conferred to a Committee constituted by the Board or to any of the officials or employees of the Company from time to time with power to the said Committee to further delegate its powers to any of its members or to any officials or employees of the Company.”

6. **To authorize the Board of Directors or a Committee thereof of the Company, to sell or otherwise dispose of the machinery located at Survey No. 351, Raj Bollaram Village NA Medchal Mandal & District-501401, Telangana:**

**To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the listing agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution), to sell & transfer / dispose-off all the machinery of Company located at Survey No. 351, Raj Bollaram Village Medchal Mandal & District-501401, Telangana (hereinafter referred as “Factory Machines”) to Magnot Card Technology LLP (hereinafter referred as the “Purchaser”) at a consideration as the Board may deem fit in the interest of the Company and on such terms & conditions as may be deemed fit by the Board.

RESOLVED FURTHER THAT the member of the Board of Directors of the Company be and are hereby severally authorised and empowered to finalize and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation as the Board may in their absolute discretion deem fit.”

By Order of the Board of Directors

**For Bartronics India Limited**

**Ashwani Singh Bisht**

Company Secretary

M. No. A72076

Place: Hyderabad

Date: 31.08.2023

## NOTES:

### GENERAL:

1. The Ministry of Corporate Affairs (‘MCA’) vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020, 17/2020, 02/2021, 2/2022 and 10/2022 dated April 8, 2020, April 13, 2020, January 13, 2021, May 5, 2022 and December 28, 2022 respectively (collectively referred to as ‘MCA Circulars’) and Securities and Exchange Board of India (‘SEBI’) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023 (‘SEBI Circulars’) have permitted the holding of the Annual General Meeting by companies through video conferencing (VC) / other audio visual means (OAVM) during the calendar year 2020, 2021, 2022 upto September 30, 2023, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 (‘Act’), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), MCA Circulars and SEBI Circular, the 31st AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue.
2. Explanatory Statement pursuant to Section 102 of the Act, in respect of Item Nos. 3 to 6 of the Notice set out above, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, (‘ICSI’) in respect of Director seeking re-appointment at this AGM is annexed.
3. In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. Survey No. 351, Raj Bollaram Village, Medchal Mandal & District, Telangana – 501 401, which shall be the venue of the AGM. Since the AGM will be held through VC / OAVM, the Route Map for the Venue of the Meeting is not annexed in this Notice.

4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the AGM will be provided by NSDL.  
  
Mr. Y. Ravi Prasada Reddy, Proprietor of M/s. RPR & Associates (CP No. 5360), Practising Company Secretaries, Hyderabad, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of this AGM ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, depositories and RTA, and will also be displayed on the Company's website, [www.bartronics.com](http://www.bartronics.com)
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained

under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members through electronic mode during the AGM.

The aforesaid documents along with documents referred to in the Notice will also be available electronically for inspection by the members, without payment of any fees, from the date of circulation of this Notice up to the date of AGM, i.e. 29th September, 2023. Members seeking inspection of the aforementioned documents can send an e-mail to [info@bartronics.com](mailto:info@bartronics.com).

8. The members can join the AGM in the VC / OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 'first come first serve' basis. This will not include large Shareholders (Shareholders holding 2% or more Equity Shares), Promoters, Institutional Info, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis. The Members will be able to view the proceedings on National Securities Depository Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [info@bartronics.com](mailto:info@bartronics.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional members can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
10. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them.  
  
Members who have not yet registered their nomination are requested to register the same by

submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from website of the Registrar and Transfer Agent ('RTA') at [www.bigshareonline.com](http://www.bigshareonline.com). Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long.

Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

11. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and to avail various benefits of dematerialisation, the members are advised to dematerialise their holdings.
12. In case of any change in relation to the name, registered address, e-mail id, mobile no., PAN, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, nomination, power of attorney, etc., the members are required to intimate the same:
  - (i) for shares held in electronic form: to their respective DP; and
  - (ii) for shares held in physical form: to the

Company/ RTA (M/s Bigshare Services Pvt. Ltd.) in prescribed Form No. ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/ MIRSD\_RTAMB/P/ CIR/2021/655 dated November 3, 2021.

13. a) Members who have still not registered their e-mail IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their e-mail IDs registered by contacting their respective Depository Participant. Members holding shares in physical mode are requested to register their e-mail IDs with the Company or the RTA (M/s Bigshare Services Pvt Ltd.), for receiving the Notice and Annual Report. Requests can be e- mailed to [info@bartronics.com](mailto:info@bartronics.com) or [investor@bigshareonline.com](mailto:investor@bigshareonline.com). We urge members to support this environment friendly effort of the Company and get their e-mail IDs registered.

(b) In accordance with the MCA Circulars and SEBI Circulars, this Notice ('Notice') along with the 31st Annual Report for the FY 2022-23 is being sent only by e-mail to all the Members whose e-mail addresses are available in the beneficial ownership data of M/s. Central Depository Services (India) Limited and M/s. National Securities Depository Limited ('Depositories') and the record of M/s. Bigshare Services Private Limited ('RTA'), Registrar and Share Transfer Agent of the Company and the physical copy of the Notice along with 31st Annual Report for the FY 2022-23 will not be sent to the Members of the Company.

The Notice calling the Annual General Meeting (AGM) has been uploaded on the website of the Company at [www.bartronics.com](http://www.bartronics.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

However, the Shareholders of the Company may request physical copy of the Notice and Annual Report 2022-23 from the Company by sending a request at [info@bartronics.com](mailto:info@bartronics.com).

#### **PROCEDURE FOR JOINING AGM THROUGH VC / OAVM:**

14. Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-voting system. Members may access by following

the steps mentioned herein below for Access to NSDL e-Voting system.

After successful login, you can see link of “VC/ OAVM” placed under “Join Meeting” menu against Company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed (EVEN 126236). Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

15. Members are encouraged to join the Meeting through Laptops for better experience.
16. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
17. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
18. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name demat account number/folio number, e-mail id, mobile number at [info@bartronics.com](mailto:info@bartronics.com) during the period Thursday, September 21, 2023 from 09:00 A.M. to Tuesday, September 26, 2023 upto 5:00 P.M.
19. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, e-mail id, mobile number at [info@bartronics.com](mailto:info@bartronics.com) during the period Thursday, September 21, 2023 from 09:00 A.M. to Tuesday, September 26, 2023 upto 5:00 P.M. The same will be replied by the Company suitably.
20. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

#### **PROCEDURE FOR E-VOTING BEFORE/ DURING THE AGM:**

21. Members are requested to attend and participate in the ensuing AGM through VC / OAVM and cast their vote either through remote e-voting facility or

through e-voting facility to be provided during the AGM.

22. The remote e-voting period commences on Tuesday, September 26, 2023 at 9:00 A.M. and ends on Thursday, September 28, 2023 at 5:00 P.M. During this period, Members of the Company holding shares either in physical form or in demat form, as on the cut-off date i.e. Friday, September 22, 2023 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
23. The facility of e-voting during the AGM will be available to those Members who have not cast their vote by remote e-voting. Members, who have cast their vote by remote e-voting, may attend the AGM through VC/ OAVM but will not be entitled to cast their vote once again on resolutions.
24. The voting rights of the Members shall be in proportion to their shares in the paid-up Equity Share capital of the Company as on the cut-off date.
25. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. September 22, 2023, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 48867000 and 022 - 24997000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 22, 2023 may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.

**HOW DO I VOTE ELECTRONICALLY USING NSDL E-VOTING SYSTEM?**

The way to vote electronically on NSDL e-voting system consists of ‘Two Steps’ which are mentioned below:

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically and join

**Details on Step 1 are mentioned below:**

Access to NSDL e-voting website

**A. Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI Circular dated December 9, 2020 on e-voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail id in their demat accounts in order to access e-voting facility.

**B. Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>a. Existing IDeAS user can visit the e-services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value Added Services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>b. If you are not registered for IDeAS e-services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>c. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held with NSDL Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>d. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p>