



**BIMETAL BEARINGS LTD.**



**ANNUAL REPORT  
2021 - 2022**

# BIMETAL BEARINGS LIMITED

CIN:L29130TN1961PLC004466

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## DIRECTORS :

Mr.A.Krishnamoorthy	- Managing Director
Mr.P.M.Venkatasubramanian	- Independent Director (upto 22nd July 2021)
Mr.Krishna Srinivasan	- Independent Director
Mr.R.Vijayaraghavan	- Independent Director
Dr.(Mrs.) Sandhya Shekhar	- Independent Director
Mr.N.P.Mani	- Non-Executive Director (upto 22nd July 2021)
Mr.P.S.Rajamani	- Non-Executive Director (from 27th August 2021)
Mr.S.Narayanan	- Whole-time Director

## CHIEF FINANCIAL OFFICER :

Mr.R.Natarajan

## COMPANY SECRETARY:

Mr.K.Vidhya Shankar

## AUDITORS:

M/s.Fraser & Ross,  
Chartered Accountants

## BANKERS:

Central Bank of India

## LEGAL ADVISERS:

M/s.King & Partridge, Chennai  
M/s.Ramani & Shankar, Coimbatore

## DEPOSITORY REGISTRAR &

### SHARE TRANSFER AGENT:

M/s.GNSA Infotech Pvt. Limited  
"Nelson Chambers", "F"- Block, STA Department,  
4th Floor, No.115, Nelson Manickam Road,  
Aminthakarai, Chennai - 600 029

## REGISTERED OFFICE:

"Huzur Gardens", Sembiam, Chennai - 600 011  
PH.: (044) 2537 5581  
E-Mail: vidhyashankar@bimite.co.in  
Website: www.bimite.co.in

## FACTORIES:

"Huzur Gardens", Sembiam, Chennai - 600 011  
371, Marudhamalai Road, Coimbatore - 641 041  
Hosur - Krishnagiri Road, Hosur - 635 125

# Bimetal Bearings Limited

(CIN: L29130TN1961PLC004466)

Registered Office: "Huzur Gardens", Sembiam, Chennai 600 011

E-mail: vidhyashankar@bimite.co.in / Website: www.bimite.co.in

Tel: (0422) 2221159 / 97902 46890

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## NOTICE TO THE SHARE-HOLDERS OF THE 61ST ANNUAL GENERAL MEETING

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Notice is hereby given that the 61st Annual General meeting of the members of Bimetal Bearings Limited will be held on Monday the 1st August 2022 at 4.00 p.m. Indian Standard Time ("IST"). The Annual General Meeting shall be held by means of Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

### Ordinary Business:

- 01) To receive, consider and adopt the audited financial statements (including consolidated financial statements) of the Company for the financial year ended 31st March 2022 together with the Reports of the Directors and the Independent Auditors and to pass the following resolution as an ordinary resolution:

**"Resolved** that the audited financial statements (including consolidated financial statements) including Statement of Profit and Loss for the year ended on 31st March 2022, the Balance Sheet as on that date, the annexures thereto, the Cash Flow Statement for the year ended as on 31st March 2022, the Reports of Independent Auditors and Directors thereon be and are hereby received and adopted".

- 02) To declare a dividend and to consider and if thought fit to pass with or without modification(s) the following resolution as an ordinary resolution:

**"Resolved** that a Dividend of Rs.8/- per share out of the current year's profit of the Company for the year ended 31st March 2022 amounting to Rs.3,06,00,000/- be declared and paid".

- 03) To appoint a director in place of Mr.S.Narayanan, Whole-time Director (DIN 03564659) who retires by rotation and being eligible offers himself for re-appointment and to pass the following resolution as an ordinary resolution:

**"Resolved** that Mr.S.Narayanan, Whole-time Director (DIN 03564659), who retires by rotation from the Board pursuant to the provisions of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as a Director of the Company".

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

### Re-Appointment of Statutory Auditors:

**"Resolved** that pursuant to the provisions of the Section 139 and other applicable provisions if any of the Companies Act, 2013 and the rules framed there under, M/s.Fraser & Ross, Chartered Accountants (Firm Regn. No.: 000829S) be and are hereby re-appointed as Auditors of the Company to hold the office for a period of 5 years from the conclusion of 61st Annual General Meeting till the conclusion of the 66th Annual General Meeting and that the Board of Directors be and is hereby authorised to fix the remuneration payable to them exclusive of service tax, out of pocket and travelling expenses, as may be mutually agreed between them".

### Special Business:

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

### Ratification of Remuneration of Cost Auditors:

**"Resolved** that pursuant to Section 148 of the Companies Act, 2013, the remuneration fixed at Rs.1,10,000/- (Rupees One Lakh and Ten Thousands Only) exclusive of taxes, out of pocket and travel expenses etc., to M/s.C.S.Hanumantha Rao & Co., Cost Accountants (Firm Regn. No.000216) who have been appointed as Cost Auditors by the Board of Directors for the financial year 2022-23 as recommended by the Audit Committee be and is hereby ratified".

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

**Re-Appointment and fixing of Remuneration of Mr.S.Narayanan, Whole-Time Director:**

"**Resolved** that pursuant to Sections 196, 197, 203 read with Schedule V to the Companies Act, 2013 (the Act) and other applicable provisions of the Act and the Rules made thereunder including modification(s) or re-enactment(s) thereof, for the time being in force and other applicable provisions, if any, consent of the shareholders be and is hereby accorded to the re-appointment of **Mr.S.Narayanan (DIN 03564659)** as Whole-time Director of the Company for a further period of 3 (Three) years from 1st November 2021 and payment of remuneration and perquisites as set out in the draft agreement approved at the meeting of the Board of Directors of the Company held on 13th August 2021 or such other remuneration as the Board of Directors may revise / vary from time to time duly recommended in that respect by the Nomination and Remuneration Committee within the overall remuneration approved by the shareholders as detailed in the statement of material facts provided under Section 102 of the Act".

"**Further Resolved** that in the event of inadequacy of profits or loss during the tenure of his re-appointment, the remuneration payable shall be the same as detailed in the statement of material facts provided under Section 102 of the Act but not exceeding the limits in terms of the proviso to Section II, Part II of Schedule V to the Act".

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

**Appointment of Mr.P.S.Rajamani as a Director:**

"**Resolved** that subject to the provisions of Sections 152,160 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended) and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr.P.S.Rajamani (DIN 01560303) who was appointed as an Additional Director effective 27th August 2021 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company, subject to retirement by rotation".

Chennai  
27th May 2022

By Order of the Board  
K.Vidhya Shankar  
Company Secretary  
(Membership No. ACS 9105)

## Statement of Material Facts pursuant to Section 102 of the Companies Act, 2013.

### For Item No.05:

Your Company pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 had appointed M/s.C.S.Hanumantha Rao & Co., Cost Accountants (Firm Regn. No.000216) for the financial year 2022-23 towards carrying out the cost audit of the products manufactured by the Company. As per the provisions of the Companies Act, 2013, the remuneration payable to the Cost Auditors should be ratified by the members. The necessary resolution under Item No.5 is placed before the members for their consideration and approval. None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested in the resolution.

### For Item No.06 :

At the Board Meeting held on 13th August 2021, Mr.S.Narayanan was re-appointed as a Whole-time Director for a further period of 3 (Three) years from 1st November 2021 pursuant to Sections 196, 197 and 203 and other applicable provisions of the Act read with Schedule V to the Act. The terms and conditions relating to the re-appointment of Mr. S. Narayanan as a Whole-time Director are listed below.

- Salary** : Rs.2,75,000/- (Rupees Two Lakhs and Seventy Five Thousands Only) per month.
- Special Allowance** : Rs.1,60,000/- (Rupees One Lakh and Sixty Thousands Only) per month.
- Performance Bonus** : Not exceeding Rs.20,00,000/- (Rupees Twenty Lakhs Only) per financial year as may be recommended by the Nomination and Remuneration Committee and decided by the Board of Directors.
- Perquisites** : To be allowed in addition to Salary and Performance Bonus as listed below:
- a) **House Rent Allowance** : Rs.1,65,000/- (Rupees One Lakh and Sixty Five Thousands Only) per month.
  - b) **Reimbursement** : Reimbursement of expenses incurred on gas, electricity, water and furnishings not exceeding one month's salary per annum.
  - c) **Medical Reimbursement** : Expenses incurred by the Whole-time Director and his family not exceeding one month's salary per annum.
  - d) **Leave Travel Concession** : For the Whole-time Director and his family not exceeding one month's salary per annum.
  - e) **Club Fees** : Fees for One Club which will not include Admission and Life Membership Fees.
  - f) **Personal Accident Insurance** : Premium for cover as per the rules of the Company.
  - g) Contribution to Super-annuation Fund at 15% of Basic Salary will be allowed
  - h) Leave eligibility as per rule of the Company shall be allowed.

The Whole-time Director shall be entitled to all expenses including reimbursement of travelling and entertainment expenses incurred in the course of the Company's business, which shall not be treated as a perquisite. All the above perquisites shall be evaluated as per Income Tax Rules wherever applicable. In the absence of any such rules, the perquisites shall be evaluated at actuals. Apart from the remuneration aforesaid, the Whole-time Director shall be eligible for provision of car with driver and communication facilities and these will not be considered as perquisites. He is not entitled to sitting fees. He is liable to retire by rotation.

Any variation of the above perquisites or any other perquisites as may be approved by the Nomination and Remuneration Committee / Board from time to time is permissible.

**Minimum Remuneration** : In the event of absence or inadequacy of profits in any financial year during the tenure of his re-appointment, the remuneration to the Whole-time Director by way of salary and perquisites shall not exceed the limits specified in Section II of Part II of Schedule V to the Companies Act, 2013 from time to time or such other limits as may be notified by the Government from time to time as Minimum Remuneration and confirming to and within such limit as may be specified by the Nomination and Remuneration Committee / Board of Directors.

**Termination** : The contract can be terminated by either party by giving three calendar months' notice. The agreement which has been approved by the Board of Directors at their meeting held on 13th August 2021 detailing therein the terms and conditions detailed above along with the responsibilities and duties to be discharged by the Whole-time Director in that capacity has been entered into with him.

The remuneration payable to Mr.S.Narayanan from 1st November 2021 has been recommended by the Nomination and Remuneration Committee taking into consideration the present needs and his contribution to the Company has been approved at the Board Meeting held on 13th August 2021. The terms of re-appointment of Mr.S.Narayanan as Whole-time Director of the Company and the related remuneration payable to him needs approval of the members by means of passing a special resolution at a General Meeting of the Company. Hence, the special resolution under Item No.6 is proposed for consideration of the members.

Mr.S.Narayanan aged 61 years has been associated with the Company for the past 35 years and the relevant information as required under Section II of Part II of Schedule V to the Companies Act, 2013 are furnished hereunder:

#### I. General Information

1. Nature of Industry : AutoAncillary
2. Date or expected date of commencement of commercial production : Company in existence since 1961
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : NotApplicable
4. Financial Performance based on given indicators : (Rs. in Lakhs)

Particulars	31st March 2022	31st March 2021
Revenue from Operations (Net)	19,692.85	15,846.41
Other Income	388.07	554.10
<b>Total</b>	<b>20,080.92</b>	<b>16,400.51</b>
Profit Before Tax	510.77	374.77
Profit After Tax	370.51	394.49
Dividend Amount Paid	306.00	267.75
Percentage	80%	70%
Earnings Per Share (Rs.)	9.69	10.31
Share Capital	382.50	382.50
Reserves (Other equity)	18,949.46	18,201.33
Net Worth	19,331.96	18,583.83
Debt-Equity Ratio	0.00:1	0.00:1

The Company has declared dividends since inception without a break.

5. Foreign Investments / Collaborations if any
  - Foreign Investments : Nil
  - Technical Collaborators : M/s. Daido Metal Company, Japan

#### II. Information about the Appointee / Recipient of remuneration:

1. Back-ground details : Mr.S.Narayanan, a B.Tech (Hons) also holds a Masters Degree in Business Administration from Case Western Reserve University, USA. He joined the Company on 1st December 1986 and had extensive training in Imperial Clevite Corporation, USA. He has a rich experience in manufacture of auto components and has contributed significantly to the operations of the Company.

2. Past remuneration : Remuneration paid for the year ended 31st March 2022:

<b>Fixed Components</b>	<b>(Rs. In Lakhs)</b>
Salary	70.42
Contribution to Provident & other funds / other benefits	5.53
<b>Variable Component</b>	
Performance based premium	8.00
<b>Total</b>	<b>83.95</b>

(The Company has not introduced Stock Option Scheme)

3. Recognition or Awards : Nil

4. Job profile and his suitability : His responsibility will include overall co-ordination and control of the operations of the Company including projects. Further he has been associated with the Company since 1st December 1986 and is conversant with all the intricacies of manufacture and sale of the products of the Company.

5. Remuneration proposed : As mentioned in the notice and which has been recommended by the Nomination & Remuneration Committee and approved by the Board of Directors at their meetings held on 13th August 2021.

6. Comparative remuneration with respect to industry, size of the Company, profile of the position and person (in case of expatriates, the relevant details would be with reference to the country of his origin) : The remuneration currently paid is comparable in the industry and commensurate with the responsibilities envisaged for the post of Whole-time Director.

7. Pecuniary Relationship : Nil

### III. Other Information:

1. Reason for Loss or inadequacy : The resolution is primarily to facilitate the payment of remuneration to the Whole-time Director due to inadequacy of profits during his tenure due to economic slow-down and increase in input cost coupled with market competition.

2. Steps taken or proposed to be taken for improvement : As mentioned, it is only an enabling resolution

3. Expected increase in productivity / profit in measurable terms : Barring unforeseen circumstances, a growth of around 10% in profit before tax is anticipated.

IV. Disclosures : Are furnished in the Corporate Governance Report.

Mr.S.Narayanan, Whole-time Director holds 400 equity shares of Rs.10/- each in the Company. He is a member of the Stakeholders Relationship cum Investors Grievance Committee, Risk Management Committee and Corporate Social Responsibility Committee in the Company. Further the details of his other Directorships / Committee memberships as on the date of the notice are given below:

Directorships : a) M/s.BBL Daido (P) Limited  
b) M/s.IPL Green Power Limited (liquidated vide NCLT order Dt. 23rd November 2021)  
c) M/s. Ootacamund Club (A Section-8 Company)

Committee Membership(s) : Nil

During the year ended 31st March 2022, five meetings of the Board of Directors were held and Mr.S.Narayanan, Whole-time Director attended all the meetings. Further during the financial year 2021-2022, his remuneration was Rs.83.95 Lakhs.



**Memorandum of Interest:**

Mr.S.Narayanan, Whole-time Director holding 400 shares is interested in the resolution to the extent of his share-holding and also in the payment of the remuneration payable to him. No other Director / Key Managerial Personnel and their relatives is concerned or interested in the resolutions. The Directors recommend the resolutions for consideration and approval of the members.

This statement may also be regarded as the necessary disclosure under Clause 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of his continuation as Director (Item No.03) and for his re-appointment as Whole-time Director (Item No.06) detailed above.

Mr.S.Narayanan, Whole-time Director has furnished the requisite declaration under Section 164(2) of the Companies Act, 2013 and other applicable provisions of the Act including the rules framed thereunder.

**For Item No.07:**

Mr.P.S.Rajamani was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 27th August 2021 and his term would come to a close at the 61st Annual General Meeting. In order to ensure continuity of his Directorship in the Company, the necessary resolution need to be passed by the share-holders at the 61st Annual General Meeting appointing Mr.P.S.Rajamani as a Director subject to retirement by rotation and the said proposal / appointment is being recommended by the Board of Directors to the share-holders of the Company under the provisions of Section 160 of the Companies Act, 2013. The necessary recommendatory resolutions in connection with his appointment had also been passed unanimously in the meeting of the Nomination and Remuneration Committee which was held on 27th May 2022.

**Details of Mr.P.S.Rajamani, Director seeking appointment at the 61st Annual General Meeting as Director of the Company [Pursuant to Clause 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings].**

Name : Mr.P.S.Rajamani  
Date of Birth : 14th May 1950  
Date of appointment : 27th August 2021  
Qualifications : B.Tech. from IIT, Chennai  
MBA from Madras University  
A diploma holder in Statistical Quality Control & Operations Research from Indian Statistical Institute

Experience from specific functional areas : Operations & Business Management

Directorships in other Companies :

Simpson & Company Limited – Whole-time Director

Further he holds Directorships in the following Companies:

Amco Batteries Limited

Addison & Co Limited

Wheel & Precision Forgings India Limited

Amalgamations Valeo Clutch Private Limited

IPL Shaw Solutions Private Limited

Shardlow India Limited

BBL Daido Private Limited

India Pistons Limited

He does not hold any Directorship in any other listed entities as on the date of this notice and also in the past three years.

Details of other Committee membership(s) :

Addison & Co Limited : Audit Committee and Nomination & Remuneration Committee

Shardlow India Limited : Audit Committee and Nomination & Remuneration Committee

No. of shares held in the Company directly and also in the capacity of a Beneficial Owner - Nil

Relationship between Directors inter-se : Nil

Mr.P.S.Rajamani attended all the Board Meetings (three meetings) which were held since the date of his appointment i.e.27th August 2021. During the year 2021-22, he received remuneration from the Company which included sitting fees and commission payable to Non-Executive Directors (details furnished in the Corporate Governance Report). Mr.P.S.Rajamani, Director has furnished the requisite declaration under Section 164(2) of the Companies Act, 2013 and other applicable provisions of the Act including the rules framed thereunder.



**Notes:**

- 1 A statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts relating to the relevant resolutions of this Notice is annexed herewith and the same should be taken as part of this Notice. Further, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations") and the provisions of the Secretarial Standard No. 2 on General Meetings, a brief profile of the directors proposed to be appointed and re-appointed has been set out in the Explanatory Statement to this Notice.
2. All relevant documents referred to in this Notice requiring the approval of the members at the meeting shall be available for inspection by the Members. Members who wish to inspect the documents are requested to send an email to [vidhyashankar@bimite.co.in](mailto:vidhyashankar@bimite.co.in) / [csdept@bimite.co.in](mailto:csdept@bimite.co.in) mentioning their Name, Folio No. / Client ID and DP ID and the documents they wish to inspect, with a self-attested copy of their PAN Card attached to the e-mail. The notice and the Annual Report are also available at the following link-<https://www.bimite.co.in/annualreport2022> (Company's website) and also at [www.bseindia.com](http://www.bseindia.com) (official website of M/s.BSE Limited).
3. The register of members and Share Transfer Books of the Company under the physical mode will remain closed from 26th July 2022 to 1st August 2022 (both days inclusive). In the case of dematerialised shares, the Dividend that may be declared at the 61st Annual General Meeting will be paid to the members whose names appear in the Beneficiary Position list submitted by NSDL and CDSL as on 25th July 2022. In the case of other holders, the dividend amount will be paid to members whose names appear in the Register of Members as on the date of the 61st Annual General Meeting.
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, provided the votes are not already cast by remote e-voting by the first holder.
5. Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of the dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the relevant documents, as specified in the following paragraphs, in accordance with the provisions of the IT Act.

**For resident shareholders:**

Taxes shall be deducted at source under Section 194 of the IT Act as follows:

Members having valid Permanent Account Number ("PAN")	: 10% or as notified by the Government of India
Members not having PAN / valid PAN	: 20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to resident individuals, if the total dividend to be received by them during fiscal 2022 does not exceed Rs.5,000/- and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding tax. PAN is mandatory for members providing Form 15G / 15H.

Shareholders are requested to update their Permanent Account Number ("PAN") with the Company and depositories (in case of shares held in demat mode) on or before 25th July 2022 in order to enable the Company to determine and deduct appropriate tax.

**For non-resident shareholders:**

Taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge & cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instrument ("MLI") between India and the country of tax residence of the member, if they are found to be beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income tax authorities duly attested by the member or details as prescribed under Rule 37BC of Income-tax Rules, 1962
- Copy of Tax Residency Certificate for fiscal 2022 obtained from the revenue authorities of the country of tax residence, duly attested by the member
- Self-declaration in Form 10F
- Self-declaration by the member of having no permanent establishment in India in accordance with the applicable tax treaty
- Self-declaration of beneficial ownership by the non-resident shareholder
- Any other documents as prescribed under the IT Act for applying lower withholding tax rates if applicable, duly attested by the member

Shareholders may upload / submit the aforementioned documents, to the following e-mail IDs: vidhyashankar@bimite.co.in / sta@gnsaindia.com on or before 25th July 2022 in order to enable the Company to determine and deduct appropriate tax. No communication would be accepted from members after 25th July 2022 regarding tax withholding matters.

6. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:
  - a. **For shares held in electronic form:** to their Depository Participants (DPs)
  - b. **For shares held in physical form:** to the Company / Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021. The Company has sent letters for furnishing the required details and the shareholders may also refer to the website of the Company (www.bimite.co.in) and the website of Registrar and Transfer Agent (www.gnsaindia.com) for downloading the relevant forms.
7. Members are requested to note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate share certificate; claim from unclaimed suspense account; renewal / exchange of share certificate; endorsement; sub-division / splitting of share certificates; consolidation of share certificates / folios; transmission and transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.bimite.co.in and on the website of the Company's RTA at www.gnsaindia.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.
8. SEBI vide its notification dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
9. As per the provisions of Section 72 of the Act and SEBI Circular Dt. 3rd November 2021, 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 Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at www.bimite.co.in and from the website of the Company's Registrar and Transfer Agents at www.gnsaindia.com. Members are requested to submit the said details to their DPs in case the shares are held by them in the dematerialized form and to the Company's RTA in case the shares are held in the physical form.
10. As per Sections 124 and 125 of the Companies Act, 2013, the unpaid or unclaimed dividend amounts lying in unpaid dividend accounts for a period of seven (7) years from the date of its transfer to the unpaid dividend account and the underlying equity shares of such unpaid or unclaimed dividend amounts, are required to be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. The unclaimed dividend in respect of the financial year 2014-15 is in the process of being transferred to the IEPF in accordance with the provisions of Sections 124 and 125 of the Companies Act, 2013. Such of those shareholders who wish to claim unclaimed dividend for the year 2014-15 are requested to claim by submitting the necessary documents to the Company on or before 15th August 2022. In this regard, suitable communication to the concerned shareholders were sent during the last week of April 2022. The members, whose unclaimed dividends / shares have been already transferred to IEPF, may claim the same by making an online application to the IEPF Authority in Form IEPF-5 which is available in the IEPF's official website i.e. www.iepf.gov.in. For further details on this subject, the share-holders are requested to get in touch with the Company Secretary.
11. As per Rule 5 of IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), information containing the names and the last known addresses of the persons entitled to receive the sums lying in the account referred to in Section 125(2) of the Act, the amount to which each person is entitled, due date for transfer to IEPF, etc. is provided by the Company on its website at the link <https://www.bimite.co.in/unpaid-dividend-details> and also on the website of the IEPF Authority. The concerned members are requested to verify the details of their unclaimed dividend, if any, from the said websites and lodge their claim with the Company's RTA, before the unclaimed dividends are transferred to the credit of IEPF Account. The Company's RTA in this regard has also intimated by sending a communication to all the Members whose dividends have remained un-encashed, with a request to send the requisite documents for claiming un-encashed dividends.
12. Members desiring any information relating to the annual accounts of the Company for the year ended 31st March 2022 are requested to send an email to the Company at vidhyashankar@bimite.co.in / csdept@bimite.co.in at least ten (10) days before the meeting.
13. In view of continuing social distancing norms due to Covid-19, the Ministry of Corporate Affairs (MCA), vide its General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, the latest being 2/2022 dated 5th May, 2022 and Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated 13th May, 2022, and other applicable circulars issued in this regard, have allowed the companies to conduct AGM