



NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of the Company will be held on Friday, the 13th day of September, 2024 at 3.00 p.m. at NRL Centre, 122A, G.S. Road, Christianbasti, Guwahati-781005 with arrangements for video conference (VC)/other audio visual means (OAVM) to transact the following business-

As Ordinary Business

1. To receive, consider and adopt the audited Balance Sheet as at 31.03. 2024, the Profit and Loss Account for the year ended on that date, the Board's Report, the Statutory Auditors' Report and the comments of the Comptroller & Auditor General of India thereon and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT the audited Financial Statements for the financial year ended 31.03.2024, the Board's Report and their annexures, the Statutory Auditors' Report and the comments thereupon of the Comptroller & Auditor General of India u/s 143(6)(b) of the Companies Act 2013, be and are hereby received, considered and adopted."

2. To appoint a Director in place of Shri Sandeep Kumar Gupta (DIN 07570165) who retires by rotation, and being eligible, offers himself for re-appointment and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT Shri Sandeep Kumar Gupta (DIN 07570165) be and is hereby re-appointed as Director of the Company liable to retire by rotation."

3. To appoint a Director in place of Smt Meenaxee P Medhi (DIN 10039736), who retires by rotation, and being eligible, offers herself for re-appointment and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT Smt Meenaxee P Medhi (DIN 10039736) be and is hereby re-appointed as Director of the Company liable to retire by rotation."

4. To appoint a Director in place of Shri Alope Kumar Naskar (DIN 10039744) who retires by rotation, and being eligible, offers himself for re-appointment and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT Shri Alope Kumar Naskar (DIN 10039744) be and is hereby re-appointed as Director of the Company liable to retire by rotation."

5. To authorise the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the financial year 2024-25 in terms of the provisions of Section 142 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and to pass the following resolution, with or without modification, as an Ordinary Resolution:

"RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to fix the remuneration of the Statutory Auditors as appointed by the Comptroller and Auditor General of India for the financial year 2024-25."

As Special Business

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

"RESOLVED THAT in accordance with the provisions of Section 160 and other applicable provisions, if



any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Pranjal Changmai (DIN 10345086), who was appointed as an Additional Director w.e.f. 09.10.2023 be and is hereby appointed as a Director of the Company, not liable to retire by rotation."

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

"RESOLVED THAT in accordance with the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Vikas Gupta (DIN 10359021) who was appointed as an Additional Director w.e.f. 16.10.2023 be and is hereby appointed as a Director of the Company, liable to retire by rotation."

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

"RESOLVED THAT in accordance with the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Pankaj Kumar Goswami (DIN 08716147) who was appointed as an Additional Director w.e.f. 02.07.2024 be and is hereby appointed as a Director of the Company, liable to retire by rotation."

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) remuneration amounting to ₹65000/- (Rupees Sixty five thousand only) plus GST & re-imbursement of travelling and out-of-pocket expenses at actual payable to M/s Musib & Co., Cost Accountants (Registration No. 000217), appointed by the Board of Directors for conduct of cost audit of the cost records of the Company for the financial year 2024-25, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this resolution."

Dated : 21st August 2024

Place : Guwahati

By Order of the Board

Sd/-

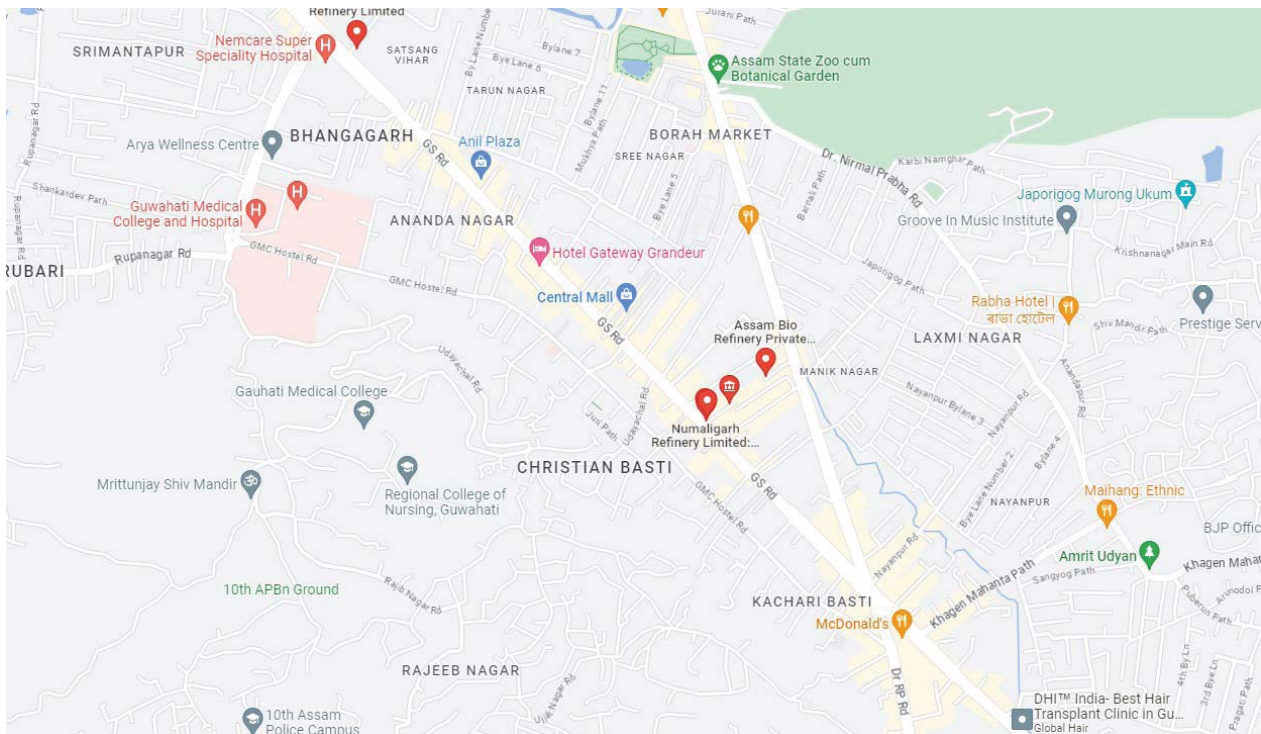
(Ruli Das Sen)

Company Secretary

NOTES

1. In accordance with MCA's General Circular No. 20/ 2020 dated 05.05.2020 read with General Circular No 9/23 dated 25.09.2023 members of companies whose AGMs are due in the year 2024, can attend and participate in the AGM through VC/OAVM till 30.09.2024.

2. Attendance of members through VC or OAVM shall be counted for quorum u/s 103 of the Act and the link for the meeting will be shared separately.
3. In line with the aforesaid MCA Circulars, the Notice of AGM along with Annual Report 2023-24 is being sent through electronic mode to the registered Email addresses of Members.
4. In line with the aforesaid MCA Circulars, the facility for appointment of proxies by members u/s 105 of the Act will only be available for members attending the meeting in person.
5. Representative of the members u/s 112 & 113 of the Act may be appointed for the purpose of participation (physical or virtual) in the meeting and necessary authorisation for such representation may be forwarded to the Company.
6. The explanatory statement as required under Section 102(1) of the Companies Act, 2013, is annexed and members who wish to inspect the relevant documents referred to therein can send an email to cs.department@bcplindia.co.in up to the date of the meeting.



17th Annual General Meeting Venue Map

Address: NRL Centre, 122A, G S Road, Christian Basti,
Guwahati 781005 Assam



Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013

Agenda No. 6

Shri Pranjal Changmai was appointed to the post of Managing Director of the Company vide Ministry of Petroleum & Natural Gas letter No CA-31022/3/2021-PNG(39936) dated 09.10.2023 for a period of five years w.e.f. the date of his assumption of charge of the post, or until further orders, whichever is earlier. Shri Pranjal Changmai (DIN 10345086) aged 55 years was appointed as an Additional Director w.e.f. 09.10.2023 till the conclusion of this Annual General Meeting. He assumed charge of the post of Managing Director from the same date.

Shri Pranjal Changmai is a chemical engineering graduate from Assam Engineering College, Guwahati. He joined BCPL in July 2011 as Chief Manager and was actively involved in project execution, pre-commissioning and commissioning activities of the plant. Prior to his appointment as Managing Director he was serving as General Manager (Operations In-charge) of the Company. Apart from leading the BCPL team in achieving critical milestones of the commissioning of various plants, he was instrumental in coordination with licensors, Engineering Project Management Consultant (EPMC) & suppliers. Under his leadership as General Manager (Operations), the Company achieved full capacity utilization with the production of quality products thereby earning profit from the financial year 2018-19. As General Manager (Operations-in-charge) of BCPL, Shri Changmai was also responsible for leading various departments including Technical Services, Environment, Sourcing & Logistics, Business Development and Project Execution. He was actively involved in devising strategies to improve the safety, reliability & sustainable growth of the Company. He started his career in Hindustan Fertilizer Corporation Limited, Namrup, Assam as Management Trainee in the year 1993. Thereafter, he served Reliance Industries Limited (RIL), Hazira, Gujarat from 1996 to 2011 as General Manager. He was in charge of Polyethylene unit and was involved in commissioning, operation and troubleshooting.

He does not hold any shares in the Company and is not related to any Director or other key managerial personnel of the Company. He does not hold directorship in any other Company. The Company has received a Notice under section 160 of the Companies Act, 2013, proposing the candidature of Shri Pranjal Changmai as a Director of the Company.

Your Directors recommend the resolution for his appointment as Director not liable to retire by rotation, for approval of the shareholders. None of the Directors, key managerial personnel or their relatives, except Shri Pranjal Changmai is interested in this resolution.

Agenda No. 7

Shri Vikas Gupta, Executive Director (HR), GAIL was nominated vide GAIL letter No. ND/GAIL/SECTT/2023 dated 12.10.2023 as Director on the Board of Directors of the Company. Shri Vikas Gupta (DIN 10359021) aged 59 years was inducted as an Additional Director w.e.f. 16.10.2023 (being the date of allotment of DIN by MCA) till the conclusion of this Annual General Meeting.

Shri Vikas Gupta is a Civil Engineer by profession and has rich and diverse experience of more than 32 years in the Oil & Gas and Petrochemical sector. He is presently serving as Executive Director (HR)