



CIN:L51395HP1985PLC012209

BCC FUBA INDIA LIMITED

Corporate Office: House No.97 4th Floor
Bahubali Enclave, Near Ram Mandir,
opp. Cross River Mall, Delhi - 110092, India
P: +91-11- 49287223
E: delhi@bccfuba.com



NOTICE OF SIXTY-THREE (63RD) BOARD MEETING

Date: 02nd August 2024

To,
The Board of Directors,
B C C Fuba India Limited

Dear All,

Notice is hereby given that the Sixty third (63rd) meeting of Board of Directors of B C C Fuba India Limited is scheduled to be held on Friday, the 09th day of August 2024 at 03:00 P.M. at 109, Wing-II, Hans Bhawan, Bahadur Shah Zafar Marg, New Delhi-110002, India. The agenda of the business to be transacted at the Meeting is enclosed.

Kindly make it convenient to attend the Meeting.

Yours faithfully,

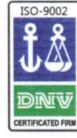
**On behalf of the Board
For BCC Fuba India Limited**

**SD/-
Mr. Dinesh Kumar Yadav
Company Secretary and Compliance Officer**

Email: cs@bccfuba.com
Phone No.: 8800287718

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AGENDA FOR THE SIXTY-THREE (63RD) MEETING OF BOARD OF DIRECTORS OF BCC FUBA INDIA LIMITED SCHEDULED TO BE HELD ON FRIDAY, THE 09TH DAY OF AUGUST 2024 AT 03:00 P.M. AT 109, WING-II, HANS BHAWAN, BAHADUR SHAH ZAFAR MARG, NEW DELHI-110002, INDIA

Item No.	Description
Regulatory Matters	
1.	To record Quorum of the Meeting.
2.	To grant leave of absence, if any.
3.	To confirm the minutes of the previous Board Meeting of the Company.
4.	To take note of the minutes of the Committee Meeting(s): (i) Audit Committee Meeting. (ii) Stakeholders' Relationship Committee Meeting.
5.	To take note of the resignation of Mr Vishal Tayal.
6.	To take note of the Internal Auditors' report for the year ended on 31st March, 2024
7.	To take note of the Secretarial Auditors' report for the year ended on 31st March, 2024
8.	To consider and approve the draft Directors' Report for the year ended on 31st March, 2024
9.	To consider and approve the draft report on corporate governance for the year ended on 31st March, 2024
10.	To consider and approve the appointment of Mr. Naresh Samkaria, partner of Samkaria & Associates, as scrutinizor for the e-voting at 38th Annual General Meeting of the Company
11.	To consider and close the register of member and share transfer book of the Company.
12.	To appoint Mr. Anurag Gupta (DIN: 03629487), as Director, liable to retire by rotation
13.	To appoint Mrs Mona Tayal(DIN: 08099174), as Director, liable to retire by rotation
14.	To approve the Notice of 38th Annual General Meeting of the Company and to fix time, day, date of the Annual General Meeting.
15.	To consider and approve the Unaudited Financial Results for the quarter ended on 30 th June 2024.
16.	To consider and take note of the Limited Review Report on Financial Results for the quarter ended on 30 th June 2024.
17.	(i) To take note of compliance filings done with the BSE Limited during the quarter ended on 30 th June 2024. (ii) To take note of compliance filings done with the Ministry of Corporate Affairs(MCA) during the quarter ended on 30 th June 2024.

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18.	To Approve the increase in remuneration of Abhinav Bhardwaj(CEO & Executive Director), on the recommendation of NRC Committee
19.	Any other matter with the permission of Chairperson.

NOTES ON AGENDA**ITEM NO. 1 TO RECORD QUORUM OF THE MEETING**

The Chairperson to ascertain the Quorum of the Meeting.

ITEM NO. 2 TO GRANT LEAVE OF ABSENCE, IF ANY

The Board may grant leave of absence to the Director(s) who is unable to attend the meeting.

ITEM NO. 3 TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING

The Minutes of the Board Meeting held on Thursday, 23rd day of May 2024, shall be placed before the Board for their confirmation.

Action Required:

The Board is requested to read and confirm the same.

ITEM No. 4 TO TAKE NOTE OF THE MINUTES OF THE COMMITTEE MEETINGS

The Minutes of the following Committee Meeting(s) shall be placed before the Board of Directors:

- (i) Audit Committee Meeting dated 23rd May, 2024.
- (ii) Stakeholders' Relationship Committee Meeting dated 23rd May, 2024.

Action Required:

The Board shall take note of the same.

ITEM NO. 5 TO TAKE NOTE OF THE RESIGNATION OF MR. VISHAL TAYAL

The Chairperson shall place the resignation letter of Mr. Vishal Tayal before the Board.

Action Required:

The Board shall take note of the same and pass the following resolution:

“RESOLVED THAT the resignation letter of Mr. Vishal Tayal, be and is hereby taken note by the Board of Directors of the Company.”



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ITEM NO. 6 TO TAKE NOTE OF THE INTERNAL AUDITOR'S REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24

The Chairperson shall place before the Board, Internal Audit Report for the financial year 2023-24.

Action Required:

The Board shall take note of the same and pass the following resolution:

“RESOLVED THAT the Internal Audit Report , issued by Vimal Jain & Associates, Chartered Accountants, be and is hereby taken note by the Board of Directors of the Company.”

ITEM NO. 7 TO TAKE NOTE OF THE SECRETARIAL AUDITOR'S REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24

The Chairperson shall place before the Board, Secretarial Audit Report for the financial year 2023-24.

Action Required:

The Board shall take note of the same and pass the following resolution:

“RESOLVED THAT the Secretarial Audit Report, issued by Pankhuri Mathur & Associates, Company Secretaries, be and is hereby taken note by the Board of Directors of the Company.”

ITEM NO. 8 TO CONSIDER AND APPROVE THE DRAFT DIRECTOR'S REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24.

The Chairperson shall place before the Board, the Draft Director's Report for the financial year ended March 31, 2024

Action Required:

The Board shall discuss, approve and pass the following Resolution:

“RESOLVED THAT the draft Director's Report for the year ended on 31st March 2024, as submitted to this meeting, be and is hereby approved and that Mr. Abhinav Bhardwaj, CEO & Executive Director and Mr. Anurag Gupta, Director of the Company be and are hereby authorised to sign the same on behalf of the Board.”

ITEM NO. 9 TO CONSIDER AND APPROVE THE DRAFT OF THE REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2024

The Chairperson shall place before the Board, the draft Corporate Governance Report of the Company for the financial year ended on 31st March 2024.

Action Required



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The Board shall discuss, approve and pass the following resolution:

Draft Resolution

“**RESOLVED THAT** the draft Corporate Governance Report of the Company for the year ended on 31st March 2024, as submitted to this Meeting, be and is hereby approved and Mr. Abhinav Bhardwaj, CEO & Executive Director and Mr. Anurag Gupta, Director of the Company be and are hereby authorised to sign the same on behalf of the Board.”

ITEM NO. 10 APPOINTMENT OF MR. NARESH SAMKARIA, PARTNER OF SAMKARIA & ASSOCIATES, AS SCRUTINIZER FOR THE E-VOTING AT 38TH ANNUAL GENERAL MEETING OF THE COMPANY

The Chairperson shall inform the Board there is a need to appoint a Scrutinizer for the process of E-voting/ postal ballot at the 38th Annual General Meeting of the Company. He proposed that Mr Naresh Samkaria, Partner of M/s Samkaria & Associates, Chartered Accountants be appointed as a scrutitizer.

Action Required

The Board shall discuss, approve and pass the following resolution:

Draft Resolution

“**RESOLVED THAT** Mr. Naresh Samkaria, Partner of M/s Samkaria & Associates, Chartered Accountants be and is hereby appointed as a scrutitizer for conducting the process of E-voting/ postal ballot at the 38th Annual General Meeting of the Company and any Director of the Company be and is hereby authorised to fix the remuneration as may be decided in consultation with him.”

ITEM NO. 11 TO CONSIDER AND CLOSE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY

The Chairperson shall inform the Board that the Register of Members and Share Transfer Books in pursuant to the provision of Section 91 of the Companies Act, 2013 are required to be closed.

The Board shall discuss the same and pass the following resolution:

“**RESOLVED THAT** the consent of the Board be and is hereby accorded to close the Register of Members and Share Transfer Books from Thursday, 29th August, 2024 to Wednesday, 04th September, 2024 (both days inclusive).

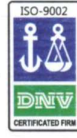
RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all the acts, deeds, and things in order to give effect to the above resolution.”



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ITEM NO. 12 TO APPOINT MR. ANURAG GUPTA (DIN: 03629487) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION

The Chairperson shall inform the Board that there is requirement to appoint Mr. Anurag Gupta (DIN: 03629487) who retire by rotation as Director of the Company:

The Board shall discuss the same and pass the following resolution:

“**RESOLVED THAT** Mr. Anurag Gupta (DIN: 03629487), 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, subject to the approval of shareholders of the Company in the ensuing Annual General Meeting.”

ITEM NO. 13 TO APPOINT MRS MONA TAYAL (DIN:08099174) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION

The Chairperson shall inform the Board that there is requirement to appoint Mrs Mona Tayal (DIN: 08099174) who retire by rotation as Director of the Company.

The Board shall discuss the same and pass the following resolution:

“**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, subject to the approval of shareholders of the Company in the ensuing Annual General Meeting.”

ITEM NO. 14 TO APPROVE THE NOTICE OF 38TH ANNUAL GENERAL MEETING OF THE COMPANY AND TO FIX TIME, DAY, DATE OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

The Chairperson shall place the Notice of the 38th Annual General Meeting of the members of the Company before the Board.

The Board shall discuss, approve and pass the following resolution:

“**RESOLVED THAT** the 38th Annual General Meeting of the Members of the Company be held via Video Conferencing (VC)/Other Audio Visual Means(OAVM) on Wednesday, the 04th day of September 2024 at 11:30 A.M. at the registered office of the Company.



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RESOLVED FURTHER THAT the draft Notice of the 38th Annual General Meeting of the Members of the Company, as placed before the Board be and is hereby approved.”

ITEM NO. 15 TO CONSIDER AND APPROVE THE UNAUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE QUARTER ENDED ON 30TH JUNE, 2024.

The Chairperson shall place before the Board, the unaudited financial results of the Company for the quarter ended on 30th June, 2024.

Action Required

The Board shall discuss, approve and pass the following resolution:

Draft Resolution

“**RESOLVED THAT** the Unaudited Financial Results of the Company for the quarter ended on 30th June, 2024 has been reviewed by the Audit Committee and on their recommendation, the said Unaudited Financial Results of the Company be and is hereby approved by the Board of Directors of the Company and Mr. Chandarvir Singh Juneja, Chairperson of the Company or in his absence, any of the Director of the Company, be and is hereby authorised to sign and submit the same with the Stock exchange wherein the shares of the Company are listed.”

ITEM NO. 16 TO CONSIDER AND TAKE NOTE OF THE LIMITED REVIEW REPORT ISSUED BY M/S BHAGI BHARDWAJ GAUR & CO., CHARTERED ACCOUNTANTS (FRN 007895N), ON UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED ON 30TH JUNE, 2024

The Chairperson shall place before the Board, the Limited Review Report, issued by M/s Bhagi Bhardwaj Gaur & Co., Chartered Accountants (FRN 007895N), on Unaudited Financial Results for the quarter ended on 30th June 2024.

Action Required

The Board shall discuss and pass the following resolution:

Draft Resolution

“**RESOLVED THAT** the Limited Review Report, issued by M/s Bhagi Bhardwaj Gaur & Co., Chartered Accountants (FRN 007895N), on Un-Audited Financial Results of the Company for the quarter ended on 30th June, 2024, be and is hereby taken note of by the Board of Directors of the Company and Mr. Chandarvir Singh Juneja, Chairperson of the Company or in his absence, any of the Director of the Company, be and is hereby authorised to sign and submit the same with the Stock exchange wherein the shares of the Company are listed.”

ITEM NO. 16 (i) TO TAKE NOTE OF COMPLIANCE FILINGS DONE WITH THE BSE LIMITED DURING THE QUARTER ENDED ON 30TH JUNE 2024.



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The Chairperson shall place before the Board the Report on compliance filings done with the BSE Limited during the quarter ended on 30th June 2024.

Action Required

The Board shall take note of the same.

(ii) TO TAKE NOTE OF COMPLIANCE FILINGS DONE WITH THE MINISTRY OF CORPORATE AFFAIRS (“MCA”) DURING THE QUARTER ENDED ON 30TH JUNE 2024.

The Chairman shall place before the Board the Report on compliance filings done with the Ministry of Corporate Affairs (“MCA”) during the quarter ended on 30th June 2024.

Action Required

The Board shall take note of the same.

ITEM NO. 18 TO APPROVE THE INCREASE IN REMUNERATION OF ABHINAV BHARDWAJ (EXECUTIVE DIRECTOR & CEO), ON RECOMMENDATION OF NRC COMMITTEE

The Chairperson shall inform the Board that the remuneration of Mr Abhinav Bhardwaj (Executive Director & CEO) be increased pursuant to the recommendation of NRC Meeting.

The Board shall discuss, approve and pass the following resolution:

“**RESOLVED THAT** the remuneration of Mr Abhinav Bhardwaj (Executive Director & CEO) be increased on the recommendation of NRC Meeting with effect from 01.04.2024 to INR 2,00,000 per month which is within the limits approved by the shareholders in their 37th Annual General Meeting held on 20th September 2023.

ITEM NO. 19 ANY OTHER MATTER WITH THE PERMISSION OF CHAIRPERSON.