

BRD CAR WORLD LIMITED

NOTICE

Notice is hereby given that the 12th Annual General Meeting of the members of M/s B R D Car World Limited (“the company”) will be held on Tuesday, the 29th day of December 2020 at 10.00 A.M through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Annual Accounts

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 and the Reports of the Directors and Auditors thereon and to pass the following resolution, with or without modifications.

“**RESOLVED THAT** the Audited Financial Statements of the Company for the year ended 31st March, 2020 and the report of the Directors’ and the Auditors’ thereon including annexure thereto be and is hereby approved and adopted.”

2. Appointment of Director retiring by rotation

a. Re-Appointment of Mr. Cheruvathoor Kuriappan Appumon (DIN: 00135500) as Director of the Company liable to retire by rotation

To consider and, if thought fit, to pass the following resolution with or without modification:

“**RESOLVED THAT** pursuant to Section 152 (6) and other applicable provisions of the Companies Act, 2013 and the relevant provisions of the Articles of Association of the Company, Mr. Cheruvathoor Kuriappan Appumon (DIN: 00135500) Director of the Company, who being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

b. Re-Appointment of Mr. Kochumathew Chowailoor Joseph (DIN: 02685057) as Director of the Company liable to retire by rotation

To consider and, if thought fit, to pass the following resolution with or without modification:

“**RESOLVED THAT** pursuant to Section 152 (6) and other applicable provisions of the Companies Act, 2013 and the relevant provisions of the Articles of Association of the Company, Mr. Kochumathew Chowailoor Joseph (DIN: 02685057) Director of the Company, who being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

By Order of the Board of Directors

M/s B R D Car World Limited

Sd/-

Mr. William Varghese Chungath Cheru

Chairman

DIN: 00074708

Thrissur

07/12/2020

Notes

- In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted holding of the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
- Pursuant to the provisions of the Act, 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 will not be available for the AGM and hence the Attendance Slip and Proxy Form are not annexed to this Notice.
- Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- The Register of Members and Share Transfer Books of the Company will remain closed from December 18, 2020 to December 28, 2020 (both days inclusive).

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

- In compliance with the MCA Circulars dated May 12, 2020, Notice of the 12th Annual General Meeting along with the Annual Report 2019-20 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 2019-20 will also be available on the Company’s website www.brdgroup.net
- for receiving all communication (including Annual Report) from the Company electronically: Members holding shares in physical mode and who have not registered/ updated their email address, Bank particulars, Residential status or request for transmission of shares including its changes etc. with the Company, are requested to register/ update the same by writing a request letter to the Company with details of folio number and attaching a self-attested copy of PAN card, passbook/ cancelled cheque etc. at csbcw@brdcarworld.net or to Share Transfer Agent of the Company, M/s. S.K.D.C Road, Ganapathy Post, Coimbatore- 641006, TN, Tel: +91 422 4958995, 2539835/836, Fax: +91 422 2539837, Email: info@skdc-consultants.com
- In case of joint holders attending the meeting, 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.

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- The Notice of Annual General Meeting of the Company and the Annual Report of the Company circulated to the Members of the Company will be made available on the Company's website at www.brdgroup.net
- Members are requested to register their email address to receive all communication and documents including annual reports to the email address provided by you.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/ OAVM ARE AS UNDER:

- Only those persons who are Members of the Company as on the cut-off date i.e. December 7, 2020 will be able to attend the AGM through VC/OAVM and a person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- Members will be able to attend the AGM through VC/ OAVM at the CDSL Polling system. The link to attend the AGM will be shared separately via email-id registered with the company at least 3days before the Annual General Meeting. Therefore the members/shareholders can join the meeting through such link.
- Voting by shareholders for each item in the notice of AGM can be done at the time of AGM under the method of POLL as per section 109 of Companies Act 2013.
- Members are requested to e-mail at csbcw@brdcarworld.net or call at 8592031111 in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC;
- Facility of joining the AGM through VC/OAVM shall be opened 15 minutes before the time scheduled for the AGM and shall be kept open throughout the proceedings of AGM. The facility will be available for Members on first come first served basis.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience
- For better experience, we recommend that you join the session with high-speed wired internet connectivity. This prevents Wi-Fi dropouts and speed issues.
- 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.
- Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to AGM mentioning their name, demat account number/ folio number, email id, mobile number at csbcw@brdcarworld.net Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM

GENERAL INSTRUCTIONS

- All documents, transfers, dematerialization requests and other communications in relation thereto should be addressed directly to the Company's Registrar & Share Transfer Agents.
- Pursuant to Section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-13 to the RTA of the Company. Further, members desirous of cancelling/varying nomination pursuant to Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-14 to the RTA of the Company. These forms will be made available on request.