



BANARAS BEADS LIMITED

AN EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA
CIN No. L01131UP1980PLC004984

AN ISO
CERTIFIED
COMPANY

Regd. & Head Office	: A-1, Industrial Estate, Varanasi - 221106 (INDIA)
Phones	: +91-542-2370161-4 (4 Lines)
Fax	: +91-542-2370165, 2370214
E-mail	: rksingh@banarasbead.com investor@bblinvestor.com
Website	: www.banarasbead.com

Manufacturers & Exporters of All kind of Beads, Fashion Jewelry and Accessories.

REF.: BBL/SECT/

April 8, 2024

To,
The BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001

Scrip Code: BSE- 526849

Sub: Clarification/submission in the matter of your e-mail dt. 06.04.2024 concerning with Delayed Submission of Proceedings of General Meetings dt. 14.07.2023, in terms of SEBI LODR circular dt. 13.07.2023 effected from 15.07.2023.

Ref.: Request to send all amended circular(s) immediately/timely and also include and update in your "BSE ALERT- COMPLIANCE" and Compliance Calendar for timely compliance.

Dear Sir/Madam,

On the captioned subject we would like to state you that your observation in reference of **SEBI LODR circular dt. 13.07.2023, effected from 15.07.2023**, delay filing of AGM proceeding dated 14.07.2023 is incorrect. In this regard our clarification/factual and legal facts are as under-

1. LEGAL IMPACT OF SEBI CIRCULAR DT. 13.07.2023-

The SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 was announced on 13.07.2023 and in its point no. 5 clearly mentioned effective date i.e. "15.07.2023", reproduced as under-

"5. This circular shall come into force from July 15, 2023"

- i. The AGM of the company was held on 14.07.2023 and the then applicable SEBI LODR Regulation 30(6) read with schedule III of SEBI (LODR) Regulations, 2015 company had submitted announcement/AGM proceeding on 15.07.2023 at 12.26 PM. This fact recorded in your query also.
- ii. The SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 was come into force w.e.f. 15.07.2023. Then said amended regulation can't be applicable from back date/ the AGM held on 14.07.2023.

2. Practical problem.



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- i. The SEBI does not send directly any its circular to company. The company shares are listed with BSE and NSE, accordingly all directions related with amended compliance of SEBI, company received through BSE or NSE.
- ii. We have checked our e-mails and found that SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 was not sent by you (BSE) upto 15th July, 2023 or thereafter at any date. However NSE had sent copy of said circular on 15.07.2023 at 2.23 PM, copy of e-mail records of NSE and BSE from 13.07.2023 to 20.07.2023 is enclosed herewith for your reference.
- iii. The company had submitted AGM proceeding on 15.07.2023 at 12.26 PM. Before receiving said amended circular through NSE.
- iv. Hence in absence of any information at your end/SEBI, how can company/we may comply any amended provisions/ regulations of SEBI/Stock Exchanges.
- v. It is also notable that about this amendment compliance, you have not notified in your “**BSE ALERT- COMPLIANCE**” whereas the SEBI had provided said amended regulation to you in time.

In view of the above facts and clarification it is clear that the company had not legally violated regulation of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 effected from 15.07.2023. Besides that if any delay was occurred that was only on account of non-information and take the same in order.

We are also submitting revised AGM proceeding as directed by you.

Further you are requested to send all amended circular(s) immediately/timely and also include and update in your “**BSE ALERT- COMPLIANCE**” and **Compliance Calendar**. So that we may aware about such compliance and may complete timely without any default.

Thanking you,
Yours faithfully,
For **BANARAS BEADS LIMITED**

(R.K. SINGH)
COMPANY SECRETARY
Encl. : As Above.



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REVISED

SUMMARY OF PROCEEDINGS OF THE 43RD ANNUAL GENERAL MEETING OF BANARAS BEADS LIMITED HELD THROUGH PHYSICAL MODE

Mr. Ashok Kumar Gupta, Chairman and Managing Director, chaired the proceedings of the Meeting.

Mr. R.K. Singh, Company Secretary addressed to the Members and others in 43rd Annual General Meeting of the Company (Banaras Beads Limited) held on Friday, the 14th July, 2023 at 3:00 p.m. through physical mode. He explained to the Members regarding participation, e- voting and other points to be followed by them during proceeding of meeting. The quorum was present at 3.00 P.M.

The number of shareholders as on record date 7th July, 2023 were 6625.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	5	77	82
Through Proxy / Authorized Representative	N.A.	N.A.	-
Video Conference	N.A.	N.A.	-
Total	5	77	82

The Chairman called the meeting to order as requisite quorum was present.

The given below directors, Key Managerial Personnel, Auditors and other officials were present in person during the meeting. The Chairman introduced to them one by one as under-

SI. No.	Name of the Director	Designation
1.	Mr. Ashok Kumar Gupta	Chairman & Managing Director
2.	Mr. Siddharth Gupta	Chief Executive Officer & Managing Director, Chairman of Risk Management Committee
3.	Smt. Shalini Chandra	Executive Director
4.	CA Sushil Kumar Kandoi	Independent Director, Chairman of Audit and CSR committee.



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5.	Mr. Anil Kumar Gupta	Independent Director, Chairman of Stake Holders Relationship, Grievance and Share Transfer
6.	Mr. Manan Kumar Sah	Independent Director, Chairman of Nomination & Remuneration Committee

In attendance:

Sl. No.	Name of the Officials	Designation
1.	Mr. R.K. Singh	Company Secretary & Compliance Officer
2.	Mr. Vinay Kumar Piyush	Chief Financial Officer
3.	Mr. G.D. Dubey	Statutory Auditor, Partner, G.D. Dubey and Associates
4.	Smt. Shivani Gupta	Vice President
5.	Mr. Kamal Kishor Srivastava'	Internal Auditor, Partner, Kamal Kishor & Co.

The Chairman & Managing Director Mr. Ashok Kumar Gupta, delivered his speech. Thereafter, Mr. Siddharth Gupta, CEO & Managing Director stated about future prospects

/business strategy of the Company and ways and means to increase the turnover of the company through new products.

Thereafter, Mr. R.K. Singh, Company Secretary informed the Members about the original documents including the register of Director's shareholding, register of contracts, copies of audited financial statements, etc., were available for inspection.

With the permission of the Members, the Notice convening the Meeting, having been circulated to all the Members, was taken as read.

The Company Secretary further informed the Members that the Company has provided to its Members the facility to cast their vote electronically on all the four resolutions as mentioned in the Notice of the AGM. Members who have not casted their vote through remote e-voting can cast their vote during the course of the meeting through the ballot.

He further informed that Ajay Jaiswal & Co., Practicing Company Secretaries, Ajay Jaiswal was appointed as Scrutinizer to scrutinize the votes cast through remote Evoting and ballot during the meeting.

Thereafter the Company Secretary put up following resolutions before the members for their consideration who have not voted, cost their vote through ballot.

Ordinary Business:



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1. Adoption of the Audited Standalone Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary resolution)
2. To appoint a director in place of Smt. Shalini Chandra (DIN: 01036394), who retires by rotation and being eligible, offers herself for re-appointment as director (Ordinary resolution)
3. To confirm the payment of Interim Dividends @ Rs. 2/- per Equity Share declared by board on 16th January, 2023 for the financial year 2022-23.

Special Business:

Ordinary Resolution-

4. Change in designation from "General Manager-Marketing" to "Vice President" and increase salary from Rs. 180000 to Rs. 195000/- w.e.f. 14.07.2023 of Smt. Shivani Gupta.

The Chairman Mr. Ashok Kumar Gupta authorised to Mr. R.K. Singh, Company Secretary of the Company to respond all the questions raised by the Members through email as well as those raised during the meeting. The shareholders have raised questions regarding Impact of Covid-19, future business strategy, not given dividend, account related other questions. The Company Secretary suitably replied all the questions.

The Chairman announced that the e-voting results along with the consolidated Scrutiniser's Report shall be informed to Stock Exchanges and also be placed on the website of the Company, NSDL and Stock Exchanges within 48 hours from conclusion the meeting.

Thereafter Chairman Mr. Ashok Kumar Gupta closed the proceeding of the meeting at 3.50 P.M.

Post completion of the Annual General Meeting, after scrutiny and compilation of e-voting and ballot votes, the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior to the AGM and voting during the meeting by ballot, the resolutions stated in the notice of Annual General Meeting date 12.05.2023 as Item No. 1, 2, 3 & 4 (Ordinary Resolutions) were passed with requisite majority.

Thanks,

For Banaras Beads Limited

RAMESH
KUMAR
SINGH

Digitally signed
by RAMESH
KUMAR SINGH
Date: 2023.07.15
12:13:38 +05'30'

(R.K. Singh)
Company Secretary
FCS No. F4071

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Results

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neaps@nse.co.in	Sat 15-07-2023 02:23	917 KB
neaps@nse.co.in	Sat 15-07-2023 00:12	222 KB

Disclosure of material events / information by listed entities under Regulations 30 and 30A of SEBI (LODR) Regulations, 2015

neaps@nse.co.in
To: rkksingh@banarasbead.com

1689245602256.pdf
667 KB

Dear Sir/ Madam,

This is with reference to SEBI Circular No. SEBI/HO/CFD/PoD-1/P/CR/2023/123 dated July 13, 2023, issued by the Securities and Exchange Board of India (SEBI) titled (Disclosure of material events / information by listed entities under Regulations 30 and 30A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

A copy of SEBI Circular dated July 13, 2023, is enclosed for your reference and for necessary action at your end. The copy of the circular is also available on the [NSE website \(www.nseindia.com\)](http://www.nseindia.com).

This is for your information please.

Yours faithfully,
For National Stock Exchange of India Ltd.

37°C. Haze | 12:28 | 06-04-2024

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BSE ALERT -COMPLIANCE	Sat 15-07-2023 09:01	12 KB
BSE Listing Centre	Thu 13-07-2023 11:11	6 KB
BSE Listing Centre	Thu 13-07-2023 11:03	7 KB
Mukesh Chauhan /SD/DELHI	Tue 11-07-2023 16:11	3 MB

OTP for verification of Email ID

BSE Listing Centre <listing centre@bseindia.in>
To: rkksingh@banarasbead.com

Dear Your One-Time Password (OTP) for registration into Listing Centre is 7017. Please enter this to complete your email verification. Do not share this with anyone for security reasons. This One-Time Password (OTP) will expire in 5 minutes

11:44 | 06-04-2024