



# BHAVYA CEMENTS LIMITED

(An ISO 9001 : 2015 Certified Company)

**Corporate Office :** Plot No. A-1, IInd Floor, Bhavya's Spoorthi Bhavan,  
Film Nagar, Jubilee Hills, Hyderabad - 500 096.  
Phone : 040-23553864 / 65, Fax : 040-23558393,  
E-mail : info@bhavyacements.in, CIN : U26941AP2007PLC053611

## NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 13<sup>th</sup> Annual General Meeting of Bhavya Cements Limited (CIN: U26941AP2007PLC053611) will be held on Thursday, 24th December 2020 at 12.00 Noon at the Registered Office of the Company at Tangeda Village, Dacheppally Mandal, Guntur District, Andhra Pradesh - 522 414 to transact the following business :

### ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and the Auditors' thereon.**
- 2. To appoint a Director in place of Mr. P. Shiva Kumar who retires by rotation and being eligible offers himself for re-appointment.**
- 3. To consider the re-appointment of the current auditors, M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. 101049W), as the Statutory Auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:**

**“RESOLVE THAT** pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies Audit Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) the Company hereby appoints M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (FRN: 101049W), as the Statutory Auditors of the Company for a second term of 5 (Five) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of Eighteenth Annual General Meeting of the Company on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.”



## **SPECIAL BUSINESS:**

### **4. To ratify remuneration to Cost Auditor :**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, Companies (Cost Records and Audit) Rules 2014 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration amounting to Rs. 75,000/- (Rupees Seventy Five Thousand only) per annum payable to M/s. S R and Associates, Cost Accountants (Regn. No. 000540) appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2021, be and is hereby ratified, approved and confirmed.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

### **5. To fix remuneration of Mr. V. Ananda Prasad - the Managing Director of the Company**

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

**RESOLVED THAT** pursuant to the provisions of section 197, 198, and the rules made there under (including any statutory modifications and re-enactments thereof) read with Schedule V of the Companies Act, 2013 and Article 82 of the Articles of Association of the Company and as per the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the shareholders of the Company be and is hereby accorded to fix the remuneration of Mr. V. Ananda Prasad, the Managing Director of the Company at Rs. 6,00,000 /- (Rupees Six Lakhs only) per month effective from 27<sup>th</sup> June 2020 till the remainder of duration of his tenure i.e. upto 26<sup>th</sup> June 2022.

**RESOLVED FURTHER THAT** all the original terms and conditions of his appointment as approved by the Board of Directors at their meeting held on 27<sup>th</sup> June 2017 and by the shareholders of the Company at their Annual General Meeting held on 7<sup>th</sup> August 2017, shall remain in force.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to alter, amend and vary the terms and conditions of the appointment including remuneration structure as may be agreed to between the Board of Directors and Mr. V. Ananda Prasad subject to the limits within such guidelines or amendments as may be made to the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits, in any financial year during the tenure of the Managing Director, salary, perquisites and other allowances subject to the limits stipulated in Schedule V read with Section 197 of the Companies Act, 2013 shall be payable.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps and do all such acts, deeds and things as may be considered necessary, proper and expedient to give effect to this resolution.”

**6. To fix remuneration of Mr. P. Shiva Kumar - the Whole Time Director of the Company**

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

**RESOLVED THAT** pursuant to the provisions of section 197, 198, and the rules made there under (including any statutory modifications and re-enactments thereof) read with Schedule V of the Companies Act, 2013 and Article 82 of the Articles of Association of the Company and as per the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the shareholders of the Company be and is hereby accorded to fix the remuneration of Mr. P. Shiva Kumar, the Whole Time Director of the Company at Rs. 3,30,000 /- (Rupees Three Lakh Thirty Thousand only) per month effective from 27<sup>th</sup> June 2020 till the remainder of duration of his tenure i.e. upto 26<sup>th</sup> June 2022.

**RESOLVED FURTHER THAT** all the original terms and conditions of his appointment as approved by the Board of Directors at their meeting held on 27<sup>th</sup> June 2017 and by the shareholders of the Company at their Annual General Meeting held on 7<sup>th</sup> August 2017, shall remain in force.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to alter, amend and vary the terms and conditions of the appointment including remuneration structure as may be agreed to between the Board of Directors and Mr. P. Shiva Kumar subject to the limits within such guidelines or amendments as may be made to the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits, in any financial year during the tenure of the Whole Time Director, salary, perquisites and other allowances subject to the limits stipulated in Schedule V read with Section 197 of the Companies Act, 2013 shall be payable.

**RESOLVE FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps and do all such acts, deeds and things as may be considered necessary, proper and expedient to give effect to this resolution.”

By the order of the Board  
For **Bhavya Cements Limited**

Sd/-

**Pooja Shah**  
**Company Secretary**

**Place:** Hyderabad

**Date:** 25th November 2020

## NOTES

1. The relative explanatory statements, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item Nos. 2, 4, 5 and 6 of the accompanying Notice are annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company.
3. The instrument appointing the Proxy, in order to be effective, should be deposited, duly complete and signed, at the Registered Office of the Company not less than (48) forty-eight hours before the scheduled start of the meeting.
4. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the **Form No. MGT.11** annexed herewith.
5. Members/Proxies are requested to bring their duly filled Attendance Slip along with the copy of the Annual Report to the Meeting.
6. Member(s) are requested to notify immediately their email address and any change in their address to the Company at the Registered Office.
7. 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.
8. Members holding shares in multiple folios in identical names or joint accounts in the same order of names are requested to consolidate their shareholdings into one folio.
9. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.

## ANNEXURE TO THE NOTICE

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### Item 2

- Information as required under Secretarial Standard-2 notified under Section 118 (10) of the Companies Act, 2013 regarding director retiring by rotation and being re-appointed:

1.	Age	53 Years
2.	Qualification	B.E (Civil)
3.	Experience	28 Years
4.	Date of first appointment on the Board	16-04-2007
5.	Shareholding in the company	2.18%
6.	Relationship with other Directors	-
7.	Number of meetings of the Board attended during the year	8
8.	Other Directorships	-
9.	Membership/ Chairmanship of Committees of other Boards	-

#### Item 4

In pursuance of Section 148 of the Companies Act, 2013, (Cost Records and Audit) Rules 2014 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the Company.

The Board has considered and approved the appointment of M/s. S R and Associates, Cost Accountants, as the cost auditor for the financial year 2020-21 at a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only) per annum. Pursuant to Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the shareholders are required to ratify the remuneration paid to the Cost Auditor.

Accordingly, the Board recommends passing of the ordinary resolution in relation to ratification of remuneration of the Cost Auditor for the approval of the shareholders of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

#### **Item 5**

Mr. V. Ananda Prasad was re-appointed as the Managing Director of the Company for a period of five years by the Board of Directors at their meeting held on 27th June 2017 and the same was approved by the shareholders of the Company by way of special resolution at their Annual General Meeting held on 7th August 2017, wherein his remuneration was also fixed and approved for a period of 3 years in accordance with the requirement of Schedule V of the Companies Act, 2013.

In view of the above facts and pursuant to the provisions of section 197, 198, Schedule V and Article 82 of the Articles of Association of the Company remuneration of Mr. V. Ananda Prasad is to be fixed and approved effective from 27th June 2020 till the remainder of duration of his tenure i.e. upto 26th June 2022.

It is hereby confirmed that the Company has not committed any default in respect of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year and in the current financial year.

➤ **The statement containing information required to be furnished under Section II of Part II of Schedule V to the Companies Act, 2013 is given below:**

#### **• General Information**

1.	<b>Nature of Industry</b>	Manufacturing of Clinker, Cement
2.	<b>Date of commencement of commercial production</b>	25-09-2010
3.	<b>In case of new companies, expected date of commencement activities as per project approved by</b>	Not applicable



	<b>financial institutions appearing in the prospectus</b>			
4.	<b>Financial performance based on given indicators</b>	Description	(Rs.)	
			<b>2019-20</b>	<b>2018-19</b>
		Income	3,039,025,362	3,399,363,006
		Profit before Interest Depreciation & Tax	407,454,855	293,510,433
	Profit after Tax	132,251,228	33,804,864	
5.	<b>Export performance and net foreign exchange</b>	Not Applicable		
6.	<b>Foreign investments or collaborators, if any</b>	Not Applicable		

• **Information about the appointee :**

1.	<b>Background details</b>	Mr. V. Ananda Prasad, a mechanical engineer is one of the promoters of the Company. He has been a member of the board of the Company as a Managing Director since its incorporation i.e. since 16 <sup>th</sup> April, 2007. He had 19 years of real estate business experience by the time of starting Bhavya Cements Limited.
2.	<b>Past Remuneration</b>	<p><b>I. Salary</b></p> <p>Rs. 6,00,000 /- (Rupees Six Lakhs only) per month for a period of three years.</p> <p><b>II. PERQUISITES</b></p> <p>Perquisites shall be classified into three categories – A, B and C as follows:</p> <p><b>CATEGORY A</b></p> <p>The following allowances and</p>

		<p>perquisites given in this category shall be allowed in addition to the salary and restricted to a maximum amount of Rs. 6,00,000 /- (Rupees Six Lakhs only) per annum.</p> <ul style="list-style-type: none"> <li>i. Medical Reimbursement : Expenses incurred for self and family, subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.</li> <li>ii. Leave Travel Concession : For self and family, once in a year incurred in accordance with the rules specified by the Company.</li> <li>iii. Club Fee: Fee of clubs subject to maximum two clubs. This will not include admission and life membership fees.</li> <li>iv. Personal Accident Insurance: As per Company's policy.</li> <li>v. Medclaim Insurance: As per Company's policy.</li> <li>vi. Food Coupons : As per Company's policy.</li> </ul> <p><b>CATEGORY B</b></p> <p>The following perquisites shall be excluding the ceiling for salary mentioned above:</p> <ul style="list-style-type: none"> <li>i. The Company's contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 (43 of 1961) and shall be in accordance with the rules and regulations of the Company.</li> <li>ii. Gratuity at the rate not exceeding half a month's salary for each completed year of service.</li> </ul> <p><b>CATEGORY C</b></p> <ul style="list-style-type: none"> <li>i. Car for the purpose of the Company's business and telephone(s) at residence will</li> </ul>
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		<p>be provided. The Company will bill personal long distance calls on the telephone(s) and use of car for personal purposes. The provisions for car and telephone will not be considered as perquisites.</p> <p><b>OTHER TERMS:</b></p> <ol style="list-style-type: none"> <li>i. One month's leave with full pay and perquisites, for every eleven months of service. Leave accumulated but not availed at the time of retirement or superannuation or otherwise shall be allowed to be encashed.</li> <li>ii. Reimbursement of reasonable entertainment and other expenses actually and properly incurred in connection with the business of the Company.</li> <li>iii. Spouse accompanying on domestic and overseas trip will be governed as per the policy of the Company.</li> <li>iv. The Managing Director shall devote his time and attention to the business of the company and perform such duties and exercise such powers as may be entrusted/assigned to him by the Board from time to time, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the company, including performing duties as assigned to him from time to time by serving on any other executive body or any committee of the Company.</li> </ol>
3.	<b>Recognition or awards</b>	-
4.	<b>Job profile and suitability</b>	<p><b>Job Profile:</b> The MD devotes his whole time and attention to the business of the company and carries out such duties as may be entrusted to him by the Board of Directors from time to time and exercises such powers as</p>

		<p>may be assigned to him, subject to the superintendence, control and directions of the Board of Directors in connection with and in the best interest of the company.</p> <p><b>Suitability:</b> Mr. V. Ananda Prasad, as the Managing Director of the Company since its inception, has been instrumental in the growth and development of the Company.</p>
5.	<b>Remuneration proposed</b>	As detailed in Point No. 2 (Past Remuneration)
6.	<b>Comparative remuneration profile with respect to Industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)</b>	The remuneration being proposed to be paid to Mr. V. Ananda Prasad is on par with the remuneration prevailing in the companies of similar size in the cement industry and in the event of loss or inadequacy of profit in any financial year during his tenure, the same would be restricted to the ceiling prescribed under Schedule V of the Companies Act, 2013 for the purpose.
7.	<b>Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.</b>	Mr. V. Ananda Prasad is related to Mrs. V. Krishna Kumari and Mr. V. Aditya, Non- Executive Directors of the Company. As on 31 <sup>st</sup> March, 2020 he holds 10,819,674 Equity Shares of the Company ( 9.67%) in his individual capacity.

• **Other Information**

1.	<b>Reasons for loss or inadequate profits</b>	The Company did not incur any loss in the financial year under review. The remuneration paid is on par with the current industrial standards and considering the experience, qualification and vital role played Mr. V. Ananda Prasad in the working of the Company.
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2.	<b>Steps taken or proposed to be taken for improvement</b>	The Company is taking progressive measures in increasing its capacity and profitability by undertaking various projects which are under consideration.
3.	<b>Expected increase in productivity and profits in measurable term</b>	With plans for expansion, the Company is expecting a favourable increase in the productivity and profitability in the coming years.

Accordingly, the Nomination and Remuneration Committee and the Board of Directors of the Company recommend passing of the special resolution to fix remuneration of Mr. V. Ananda Prasad for the duration of remainder his tenure.

Mr. V. Ananda Prasad and his relatives i.e. Mrs. V. Krishna Kumari and Mr. V. Aditya are interested in the resolution.

None of the other directors or Key Managerial Personnel (KMP) or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

#### **Item 6**

Mr. P. Shiva Kumar was re-appointed as the Whole Time Director of the Company for a period of five years by the Board of Directors at their meeting held on 27th June 2017 and the same was approved by the shareholders of the Company by way of special resolution at their Annual General Meeting held on 7th August 2017, wherein his remuneration was also fixed and approved for a period of 3 years in accordance with the requirement of Schedule V of the Companies Act, 2013.

In view of the above facts and pursuant to the provisions of section 197, 198, Schedule V and Article 82 of the Articles of Association of the Company remuneration of Mr. P. Shiva Kumar is to be fixed and approved effective from 27th June 2020 till the remainder of duration of his tenure i.e. upto 26th June 2022.

It is hereby confirmed that the Company has not committed any default in respect of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year and in the current financial year.

- The statement containing information required to be furnished under Section II of Part II of Schedule V to the Companies Act, 2013 is given below:

• **General Information**

1.	<b>Nature of Industry</b>	Manufacturing of Clinker, Cement		
2.	<b>Date of commencement of commercial production</b>	25-09-2010		
3.	<b>In case of new companies, expected date of commencement activities as per project approved by financial institutions appearing in the prospectus</b>	Not applicable		
4.	<b>Financial performance based on given indicators</b>	Description	(Rs.)	
			<b>2019-20</b>	<b>2018-19</b>
		Income	3,039,025,362	3,399,363,006
		Profit before Interest Depreciation & Tax	407,454,855	293,510,433
	Profit after Tax	132,251,228	33,804,864	
5.	<b>Export performance and net foreign exchange</b>	Not Applicable		
6.	<b>Foreign investments or collaborators, if any</b>	Not Applicable		

• **Information about the appointee :**

1.	<b>Background details</b>	Mr. P. Shiva Kumar is a graduate in Civil Engineering. He has been member of the Board of Directors of the Company as an Executive Director (Technical) since its incorporation i.e. since 16th April, 2007.
2.	<b>Past Remuneration</b>	<b>I. REMUNERATION</b>  <b>Salary</b>  Rs. 3,30,000 /- (Rupees Three Lakh Thirty Thousand only) per month for a

period of three years.

## **II. PERQUISITES**

Perquisites shall be classified into three categories – A, B and C as follows:

### **CATEGORY A**

The following allowances and perquisites given in this category shall be allowed in addition to the salary and restricted to a maximum amount of Rs. 3,30,000 /- (Rupees Three Lakh Thirty Thousand only) per annum.

- i. Medical Reimbursement : Expenses incurred for self and family, subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.
- ii. Leave Travel Concession : For self and family, once in a year incurred in accordance with the rules specified by the Company.
- iii. Club Fee: Fee of clubs subject to maximum two clubs. This will not include admission and life membership fees.
- iv. Personal Accident Insurance: As per Company's policy.
- v. Mediclaim Insurance: As per Company's policy.
- vi. Food Coupons : As per Company's policy.

### **CATEGORY B**

The following perquisites shall be excluding the ceiling for salary mentioned above:

- i. The Company's contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 (43 of 1961) and shall be in accordance with the rules and

		<p>regulations of the Company.</p> <p>ii. Gratuity at the rate not exceeding half a month's salary for each completed year of service.</p> <p><b>CATEGORY C</b></p> <p>i. Car for the purpose of the Company's business and telephone(s) at residence will be provided. The Company will bill personal long distance calls on the telephone(s) and use of car for personal purposes. The provisions for car and telephone will not be considered as perquisites.</p> <p><b>OTHER TERMS:</b></p> <p>i. One month's leave with full pay and perquisites, for every eleven months of service. Leave accumulated but not availed at the time of retirement or superannuation or otherwise shall be allowed to be encashed.</p> <p>ii. Reimbursement of reasonable entertainment and other expenses actually and properly incurred in connection with the business of the Company.</p> <p>iii. The Whole Time Director shall devote his time and attention to the business of the company and perform such duties and exercise such powers as may be entrusted/assigned to him by the Managing Director or the Board from time to time, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the company, including performing duties as assigned to him from time to time by serving on any other executive body or any committee of the Company.</p>
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3.	<b>Recognition or awards</b>	-
4.	<b>Job profile and suitability</b>	<p><b>Job Profile:</b></p> <p>The Whole- Time Director devotes his whole time and attention to the business of the company and carries out such duties as may be entrusted to him by the MD and or by the Board of Directors from time to time and exercises such powers as may be assigned to him, subject to the superintendence, control and directions of the Board of Directors in connection with and in the best interest of the company.</p> <p><b>Suitability :</b></p> <p>It is important for the company to have an experienced person to co-ordinate the operations of the plant and look after the technical matters. The experience already gained by Mr. P. Shiva Kumar in this area as a Whole Time Director makes him suitable for the said profile.</p>
5.	<b>Remuneration proposed</b>	As detailed in Point No. 2 (Past Remuneration)
6.	<b>Comparative remuneration profile with respect to Industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)</b>	The remuneration being proposed to be paid to Mr. P. Shiva Kumar is on par with the remuneration prevailing in the companies of similar size in the cement industry and in the event of loss or inadequacy of profit in any financial year during his tenure, the same would be restricted to the ceiling prescribed under Schedule V of the Companies Act, 2013 for the purpose.
7.	<b>Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any</b>	As on 31 <sup>st</sup> March, 2020 he holds 2,438,438 Equity Shares of the Company ( 2.18%) in his individual capacity.

• **Other Information**

1.	<b>Reasons for loss or inadequate profits</b>	The Company did not incur any loss in the financial year under review. The remuneration paid is on par with the current industrial standards and considering the experience, qualification and vital role played by Mr. P. Shiva Kumar in the working of the Company.
2.	<b>Steps taken or proposed to be taken for improvement</b>	The Company is taking progressive measures in increasing its capacity and profitability during the tenure of Mr. P. Shiva Kumar by undertaking various projects which are under consideration.
3.	<b>Expected increase in productivity and profits in measurable term</b>	With plans for expansion, the Company is expecting a favourable increase in the productivity and profitability in the coming years.

Accordingly, the Nomination and Remuneration Committee and the Board of Directors of the Company recommend passing of the special resolution to fix remuneration of Mr. P. Shiva Kumar for the duration of remainder his tenure.

None of the other directors or Key Managerial Personnel (KMP) or their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution.

By the order of the Board  
For **Bhavya Cements Limited**

Sd/-  
**Pooja Shah**  
Company Secretary

**Place:** Hyderabad

**Date:** 25th November 2020

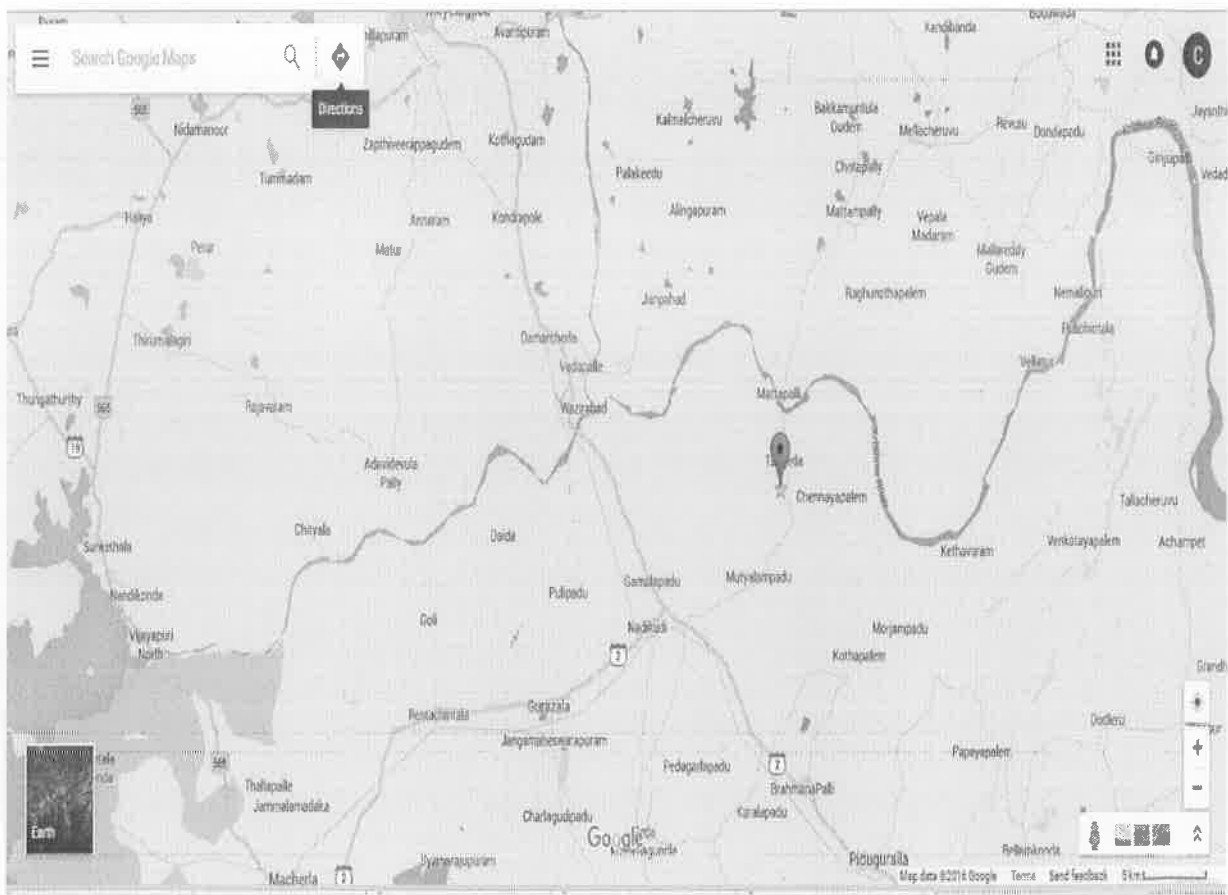
**MAP SHOWING LOCATION OF THE VENUE OF 13<sup>TH</sup> ANNUAL GENERAL  
MEETING OF BHAVYA CEMENTS LIMITED**

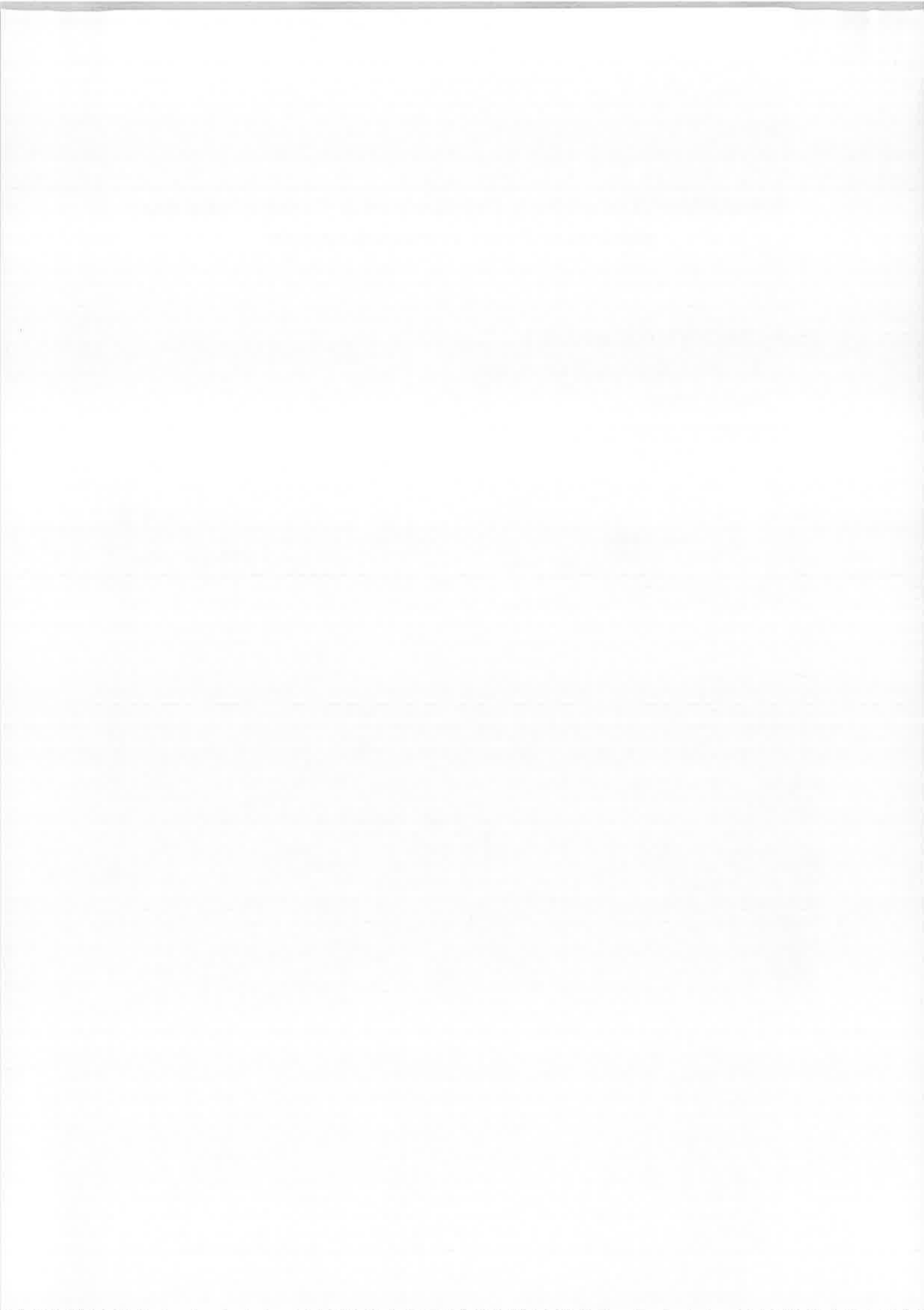
**Venue:** M/s. Bhavya Cements Limited

Tangeda Village, Dacheppally Mandal,

Guntur District,

Andhra Pradesh - 522 414





**Form No. MGT-11**  
**Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

CIN	U26941AP2007PLC053611
Name of the company	Bhavya Cements Limited
Registered Office	Tangeda (V), Dachepalli (M), Guntur (District), Andhra Pradesh 522 414

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company. Hereby  
appoint

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	
Name :	
Address:	
E-mail Id:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual  
General Meeting of the company, to be held on Thursday, 24th December 2020 at 12.00 Noon  
at the registered office of the Company situated at Tangeda Village, Dachepally Mandal,  
Guntur District, Andhra Pradesh- 522 414 and at any adjournment thereof in respect of such  
resolutions as are indicated below:

Sr. No.	Resolution(s)	Vote		
		For	Against	Abstain
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and the Auditors' thereon.			
2.	To appoint a Director in place of Mr. P. Shiva Kumar who retires by rotation and being eligible offers himself for re-appointment.			
3.	To consider the re-appointment of the current auditors, M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. 101049W), as the Statutory Auditors of the Company and to fix their remuneration.			
4.	To ratify remuneration to Cost Auditor			
5.	To fix remuneration of Mr. V. Ananda Prasad - the Managing Director of the Company			
6.	To fix remuneration of Mr. P. Shiva Kumar - the Whole Time Director of the Company			

Signed this \_\_\_\_ day of \_\_\_\_ 20\_\_

Signature of shareholder(s)

*(Signature of shareholder and proxy across revenue stamp)*

Note:

1. In order to be effective, this form of proxy should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.

2. The proxy need not be member of the Company.

Affix  
Revenue  
Stamp

**BHAVYA CEMENTS LIMITED**

CIN: U26941AP2007PLC053611

Regd Office: Tangeda village, Dachepally Mandal, Guntur District, Andhra Pradesh- 522 414

Phone: 08649-273900, Fax: 08649-273819, Email- [info@bhavyacementes.in](mailto:info@bhavyacementes.in)

**ATTENDANCE SLIP**

(to be presented at the entrance)

Annual General Meeting of the Company on Thursday, 24th December 2020 at 12.00 Noon.

Reg. Folio No.: \_\_\_\_\_ DP ID No.: \_\_\_\_\_ Client ID No.: \_\_\_\_\_ No. of shares held:

\_\_\_\_\_

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company and hereby record my presence at the Annual General Meeting of the Company on Thursday, 24th December 2020 at 12.00 Noon at the registered office of the Company situated at Tangeda village, Dachepally Mandal, Guntur District, Andhra Pradesh- 522 414.

\_\_\_\_\_

\_\_\_\_\_

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

**Note:**

1. Only Member/Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Notice for reference at the Meeting.
3. Please fill in this attendance slip and hand it over at the entrance of the meeting hall.