

# Basant Agro Tech India Limited

Corporate Identity No. (CIN): L24120MH1990PLC058560

Regd. Office: Plot No. 13/2, Near S.T. Workshop, Kaulkhed, Akola -444 001

Tel: (0724) 2489450, 2489250

Email: [basantagro@hotmail.com](mailto:basantagro@hotmail.com) Website: [www.basantagro.com](http://www.basantagro.com)

## POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Voting starts on	Voting ends on
Thursday, May 25, 2023 at 9.00 A.M. (IST)	Friday, June 23, 2023 at 5.00 P.M. (IST)
EVEN	123990 ( <b>Basant Agro Tech India Limited</b> )

**Dear Member(s),**

Notice is hereby given that the resolution set out hereunder is proposed for the approval of the members of Basant Agro Tech India Limited ("Company") by means of postal ballot through e-voting process ("E-voting"), pursuant to Section 110, Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 11/2022 dated December 28, 2022 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

Members' consent is sought for the proposal contained in the resolution given in this Postal Ballot Notice. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the said resolution setting out the material facts and the related particulars, is annexed hereto. The Notice will also be placed on the website of the Company at [www.basantagro.com/](http://www.basantagro.com/) and the website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Notice can also be accessed from the website of the Bombay Stock Exchange ("BSE"), respectively

In compliance with the MCA Circulars, the business of the Postal Ballot shall be transacted through electronic voting system. Accordingly, in compliance with Regulation 44 of the Listing Regulations and the provisions of Section 108, 110 and other applicable provisions of the Act read with Rule 20 and 22 of the Rules, as amended from time to time, MCA Circulars and SS - 2, the Company is pleased to provide to the Members, (whether holding shares in physical or demat form) the facility to exercise their right to vote on the matter included in the notice of the Postal Ballot by electronic means i.e. through e-voting services provided by NSDL. The instructions for e-voting are appended in this Postal Ballot Notice.

The Board of Directors of the Company, at its meeting held on May 16, 2023, has appointed Mr. Nitesh Chaudhary holding Membership No. FCS 10010 and Certificate of Practice No. 16275 of M/s. Nitesh Chaudhary & Associates, Company as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot, through e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final

Please note that there will be no dispatch of physical copies of Notices or Postal Ballot forms to the members of the Company and no physical ballot forms will be accepted.

The members shall exercise their right to vote on the matter included in the notice of the Postal Ballot

by electronic means i.e. through e-voting services provided by NSDL. The e-voting period will commence on Thursday, May 25, 2023 at 9.00 A.M. (IST) and will end on Friday, June 23, 2023 at 5.00 P.M. (IST). Members are requested to carefully read the instructions given in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) through the e-voting process not later than 05.00 P.M. (IST) on Friday, June 23, 2023. E- voting will be blocked by NSDL immediately thereafter and voting will not be allowed beyond the said date and time.

Upon completion of the scrutiny of the votes cast in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman of the Company or in his absence, any Director/any other person authorised by the Board of Directors of the Company. The results of the e-voting by Postal Ballot (with the Scrutinizer's report) will be announced by the Chairman of the Company or any Director/any other person authorized by the Board, on or before Monday, June 26, 2023. The results of the Postal Ballot will be posted on the Company's website at [www.basantagro.com](http://www.basantagro.com) the website of NSDL at [www.evoting.nSDL.com](http://www.evoting.nSDL.com) and will be displayed on the Notice Board of the Company at its Registered Office. The results will also be intimated to the Stock Exchanges

In the event the draft resolution as set out in the notice is assented to by the requisite majority by means of evoting, it shall be deemed to have been passed at a General Meeting.

#### **SPECIAL BUSINESS:**

##### **ITEM NO. 1**

#### **Appointment of Mr. Jayant B. Galande as cost auditors of the Company to fill the casual vacancy arises due to death of existing cost auditor of the Company.**

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

**"RESOLVED THAT**, pursuant to the provision of section 148 and other applicable provisions of the Companies Act, 2013 read with the Rules, 14 of Companies (Audit and Auditors) Rules 2014 (Including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the company be and is hereby accorded for the appointment of Mr. Jayant B. Galande (Firm Registration 100099) as Cost Auditors to fill the casual vacancy caused by the death of Mr. T.M Rathi, the existing cost auditors of the Company.

**RESOLVED FURTHER THAT** Mr. Jayant B. Galande hold the office of cost auditors of the Company till the conclusion of the upcoming Annual General Meeting and do the cost audit of the cost records of the Company for the year ended March, 2023 at remuneration of Rs. 75,000/- plus taxes as applicable and reimbursement of actual travel and out of pocket expenses if any.

**RESOLVED FURTHER THAT** 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."

##### **ITEM NO. 2**

#### **Re-appointment of Shri. Shashikant Bhartia as Chairman & Managing Director of the Company.**

To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provision of section 196, 197, 198, 203, schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other provisions as may be applicable, approval of the members of the Company be and is hereby accorded for reappointment of Shri. Shashikant Bhartia (DIN 00151358) as Chairman & Managing Director of the Company for the period of five years with effect from 28th January, 2023 and to his remuneration, benefits and perquisite as Chairman & Managing Director of the Company

as set out in the explanatory statement annexed to this postal ballot.

**RESOLVED FURTHER THAT**, the remuneration including benefits and perquisites payable to Shri. Shashikant Bhartia as minimum remuneration for any financial year in case of absence or inadequacy of profits for such year, subject to the provision prescribed under Section 197 read with schedule V to the Companies Act, 2013 and rules formed thereunder and any other applicable provisions of the Act or any statutory modification or re-enactment thereof.

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

### **ITEM NO. 3**

#### **Re-appointment of Shri. Deepak Bhartia as Managing Director of the Company.**

To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provision of section 196, 197,198,203, schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the rules framed thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other provisions as may be applicable, approval of the members of the Company be and is hereby accorded for reappointment of Shri. Deepak Bhartia (DIN 00151521) as Managing Director of the Company for the period of five years with effect from 28th January, 2023 and to his remuneration, benefits and perquisite as Managing Director of the Company as set out in the explanatory statement annexed to this postal ballot.

**RESOLVED FURTHER THAT**, the remuneration including benefits and perquisites payable to Shri. Deepak Bhartia as minimum remuneration for any financial year in case of absence or inadequacy of profits for such year, subject to the provision prescribed under Section 197 read with schedule V to the Companies Act, 2013 and rules formed thereunder and any other applicable provisions of the Act or any statutory modification or re-enactment thereof.

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

### **ITEM NO. 4**

#### **Re-appointment of Shri. Ashwin Bhartia as Executive Director of the Company.**

To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provision of section 196, 197,198,203, schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the rules framed thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other provisions as may be applicable, approval of the members of the Company be and is hereby accorded for reappointment of Shri. Ashwin Bhartia (DIN 00152974) as Executive Director of the Company for the period of five years with effect from 28th January, 2023 and to his remuneration, benefits and perquisite as Executive Director of the Company as set out in the explanatory statement annexed to this postal ballot.

**RESOLVED FURTHER THAT**, the remuneration including benefits and perquisites payable to Shri. Ashwin Bhartia as minimum remuneration for any financial year in case of absence or inadequacy of profits for such year, subject to the provision prescribed under Section 197 read with schedule V to the Companies Act, 2013 and rules formed thereunder and any other applicable provisions of the Act or any statutory

modification or re-enactment thereof.

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

By order of the Board of Directors  
**For, Basant Agro Tech India Limited**

Sd/-

**Mr. Prasad Todankar**

**Company Secretary**

Date: 16<sup>th</sup> May, 2023

Place: Mumbai

**NOTES:**

a) The relevant Statement pursuant to the provisions of Section 102 and Section 110 of the Act read with Rule 22 of the Rules, SS-2 and Listing Regulations, setting out the material facts relating to the aforesaid Resolutions, additional information and the reasons thereof is annexed hereto and forms part of this Notice.

b) In accordance with the MCA Circulars, this Postal Ballot Notice is being sent via email only to the members of the Company, whose names appear on the Register of Members/list of Beneficial Owners, as received from NSDL on Friday, May 19, 2023 (“cut-off date”) and whose e-mail addresses are registered with the Company/Depositories/Depository Participants/Registrar and Transfer Agent (“RTA”). Any person who is not a member as on the cut-off date should treat this Postal Ballot Notice for information purposes only. The same will also be available on the Company’s website at [www.basantagro.com](http://www.basantagro.com), websites of the Stock Exchanges at [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

c) Members who have not registered/updated their email IDs so far are requested to register/update the same to get all notices, communications, etc. from the Company, electronically, as per the following procedure:

Physical Holding	Contact Company’s RTA, Link in time India Pvt by providing necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy), AADHAR (self-attested scanned copy) by email to <a href="mailto:Digvijay.kole@linkintime.co.in">Digvijay.kole@linkintime.co.in</a>
Demat Holding	Contact respective Depository Participant

In case of any queries, members may write to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) .

d) The dispatch of the Postal Ballot Notice and the Explanatory Statement shall be announced through an advertisement in at least 1 (one) English newspaper and at least 1 (one) Marathi newspaper, each with wide circulation in the district, where the Registered Office of the Company is situated, and also be published on the Company’s website at [www.basantagro.com](http://www.basantagro.com)

e) In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Rules and Regulation 44 of the Listing Regulations, the MCA Circulars and SS-2, the Company has provided e-voting facility for its Members to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its members.

f) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member as on the cut-off date i.e. Friday, May 19, 2023. The e-voting period commences on Thursday, May 25, 2023 at 9.00 A.M. (IST) and ends on Friday, June 23, 2023 at 5.00 P.M. (IST)

g) Once the vote on the Resolution is cast by the members, the members shall not be allowed to change it subsequently.

h) Relevant documents referred to in this Postal Ballot Notice will be made available for inspection at company's registered office between 12:30 P.M. to 2:30 P.M. Monday to Friday (except public holidays, Saturday and Sunday), from the date of dispatch of notice up to the last date of e-voting i.e. Friday, June 23, 2023 at 5.00 P.M. (IST)

i) The last date specified by the Company for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

**PROCEDURE AND INSTRUCTIONS FOR E-VOTING:**

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

A) Login method for e-Voting for Individual shareholders holding securities in demat mode in terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="651 1346 1418 1877">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li data-bbox="651 1883 1418 2040">2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li data-bbox="651 2047 1418 2121">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a></li> </ol>

either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

- Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
- If the user is not registered for Easi/Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
- Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat

	Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>
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<b>Your User ID is:</b>
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a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - How to retrieve your 'initial password'?
    - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which



you are holding shares and whose voting cycle.

2. Select “EVEN – i.e. 123990 ” of company (Basant Agro Tech India **Limited**) for which you wish to cast your vote during the remote e-Voting period

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csniteshchaudhary@gmail.com](mailto:csniteshchaudhary@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mahatre at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [ptodankar@basantagro.com](mailto:ptodankar@basantagro.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [ptodankar@basantagro.com](mailto:ptodankar@basantagro.com) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode.](#)
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

### Item No. 1:

The said demise of Mr. T.M Rathi, Cost accountant (Firm Registration No. 10079) cost auditor of the Company resulting into a casual vacancy in the office of cost auditors of the Company.

The Board of Directors at its meeting held on May 16, 2023 pursuant to provision of section 148 of the companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 appoint Mr. Jayant B. Galande, Cost accountant (Firm Registration No. 100099) to fill the casual vacancy of office of cost auditors of the company to do the cost audit of the cost records of the company for the financial year 2022-23.

The Board agreed to pay Mr. Jayant Galande the remuneration of Rs. 75,000/- plus taxes as applicable and reimbursement of actual travel and out of pocket expenses if any.

The Board recommends the matter and the resolution set out at Item No. 1 for the approval of the Members by way of passing Ordinary Resolutions.

None of the Promoter(s), Director(s), Manager(s) and Key Managerial Personnel(s) and their relative(s) is/are, in any way, concerned or interested in the said resolution, except to the extent of their equity shareholdings held by them in the Company.

### Item No. 2 to Item No. 4

Based on the strong performance of the Company and increase in shareholder value, under the leadership of Shri. Shashikant Bharti, Shri. Deepak Bhartia and Shri. Ashwin Bhartia and their valuable expertise in the fertilizers industries, the Audit Committee considered it appropriate to recommend to the Board reappointment of Shri. Shashikant Bhartia as Chairman & Managing Director, Shri. Deepak Bhartia as Managing Director and Shri. Ashwin Bhartia as Executive on the terms and conditions, including the remuneration payable to them as contained in this explanatory statement. Accordingly, the Board, based on the recommendation of the audit Committee, at its meeting held on January 16, 2023, has approved the reappointment of Shri. Shashikant Bhartia as Chairman & Managing Director, Shri. Deepak Bhartia as Managing Director and Shri. Ashwin Bhartia as Executive Director of the Company with effect from January 28, 2023 for the period of 5 years on the terms and conditions including the remuneration as stated in this explanatory statement.

Shri. Shashikant Bhartia, Chairman & Managing Director and Shri. Deepak Bhartia, Managing Director and Shri. Ashwin Bhartia, Executive Director of the Company shall each be entitled to remuneration including bonus & allowances in the scale of Rs. 15,00,000/- to Rs. 20,00,000/- per month and the perquisites and allowances like accommodation (furnished or otherwise) or house rent allowances in lieu thereof, house maintenance allowance together with reimbursement of expenses/ or allowances for utilization of gas, electricity, water, furnishing and repairs, medical reimbursement, leave travel concession for self his family including dependents, club fees, medical insurance, term insurance his and his family members and such other perquisites and /or allowances subject to overall ceiling of remuneration stipulated in the provisions prescribed under Section 197 read with Schedule V to the Companies Act, 2013. The said perquisites and allowances shall be evaluated wherever applicable, as per the Income Tax Act, 1961 or any other rules there under (including any statutory modification(s) or re-enactment thereof, for the time being force). Company's contribution to provident fund and superannuation or Annuity fund, to the extent these singly or together are not taxable under the income tax act, gratuity payable as per the rules of the Company and encasement of leave at the end of the ten year, shall not be included in the computation of the limits of the remuneration or perquisites aforesaid. The terms and conditions set out for re-appointment and payment of remuneration herein and / or in the respective Agreement may be altered and varied from time to time by the Board of Directors of the Company as its discretion deem fit so as not to exceed the limits specified in Schedule V to the Companies Act, 2013. The respective agreement may be terminated by the either party (Company or concerned Directors) by giving the three months prior notice of termination in writing. The draft agreement to be entered into between the Company and each of Shri.

Shashikant Bhartia, Shri Deepak Bhartia and Shri. Ashwin Bhartia is available for inspection at company's registered office between 12:30 P.M. to 2:30 P.M. Monday to Friday (except public holidays, Saturday and Sunday), from the date of dispatch of notice up to the last date of e-voting i.e. Sunday, June 18, 2023 at 5.00 P.M. (IST).

The above may also be treated as an abstract of the terms of contract/ agreement between the Company and Shri. Shashikant Bhartia , Shri Deepak Bhartia and Shri. Ashwin Bhartia respectively. Shri. Shashikant Bhartia , Shri Deepak Bhartia and Shri. Ashwin Bhartia are interested in the resolution which pertains to their respective reappointment and/ or remuneration payable to each of them. Further Shri. Shashikant Bhartia , Shri Deepak Bhartia and Shri. Ashwin Bhartia may be also deemed to be interested in the resolutions pertaining to the re-appointment of and/ or remuneration payable to each other, as they are related to one another. Save and except the above, none of the other Directors of the company is, in way, concerned or interested in the said resolutions.

The Board recommends the Special Resolution set forth in Item No. 2 to Item No. 4 of the Notice for approval of the Members by way of Postal Ballot.

By order of the Board of Directors  
**For, Basant Agro Tech India Limited**

Sd/-  
Prasad Todankar  
Company Secretary

Date: 16<sup>th</sup> May, 2023.  
Place: Mumbai