



**BHAGWATI**  
**BHAGWATI AUTOCAST LIMITED**

(CIN: L27100GJ1981PLC004718)

**Regd. Office:** Survey No. 816, Village - Rajoda, Nr. Bavla, Dist. Ahmedabad - 382220, Gujarat, India

**Phone:** +91 2714 232283/ 232983/ 232066

**E-mail:** autocast@bhagwati.com **Website:** www.bhagwati.com

**ADDENDUM TO THE NOTICE OF 40TH ANNUAL GENERAL MEETING**

Addendum to the Notice dated 23rd May, 2022 convening 40th Annual General Meeting ('AGM') of Bhagwati Autocast Limited ('Company') scheduled to be held on Thursday, 22nd September, 2022 at 03:00 p.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM):

Notice is hereby given that pursuant to the provisions of Section 152 of the Companies Act, 2013 ('Act') read with rules made thereunder, the following item of business is added in the aforesaid Notice as Item No. 6 as a Special Business and this addendum shall be deemed to be a part of the original Notice dated 23rd May, 2022 and the notes provided therein:-

**SPECIAL BUSINESS:**

**6. To approve change in designation of Dr. Pravin N. Bhagwati (DIN: 00096799)**

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 152 and other applicable provisions, if any of the Companies Act, 2013 (the 'Act') read with rules made thereunder and Regulation 17(1A) and other applicable regulations, if any of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the provisions of the Article of Association of the Company and on recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, the consent of Members of the Company, be and is hereby accorded for change in designation of Dr. Pravin N. Bhagwati (DIN: 00096799) in the category of Non-Executive Director (Promoter) and Chairman on the Board of the Company effective from 1st October, 2022.

**RESOLVED FURTHER THAT** the Board of directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable in relation thereto and to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

Place: Ahmedabad

Date: 31.08.2022

**By order of the Board of Directors**  
**For, Bhagwati Autocast Limited**

**Registered Office:**

Survey No. 816,  
Village Rajoda, Nr. Bavla,  
Dist. Ahmedabad-382220

**Mehul Naliyadhara**  
**Company Secretary**

**NOTES:**

1. In view of the continuing CoVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide its circular dated May 5, 2020 read with circular dated January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting (AGM) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and reasons for the Special Business as proposed above is annexed hereto.
3. A Statement giving additional information on the Directors seeking appointment/ re-appointment is provided herewith as Annexure-A, under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. This addendum to the Notice of the 40th Annual General Meeting ('AGM') is available on the Company's website [www.bhagwati.com](http://www.bhagwati.com).
5. All the processes, notes and instructions relating to attending AGM through VC/OAVM and e-voting set out for and applicable for the ensuing 40th AGM shall mutatis-mutandis apply to attending AGM through VC/OAVM and e-voting for the resolution proposed in this Addendum to the Notice of AGM.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:****Item No. 6**

A notice convening the 40th Annual General Meeting (AGM) of the Company scheduled to be held on Thursday, 22nd September, 2022 at 03:00 p.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) has already been circulated to the members of the Company.

Subsequently, on recommendation of Nomination and remuneration committee, the Board of directors of the Company proposed through circular resolution on 30th August, 2022 for change in designation of Dr. Pravin N. Bhagwati (DIN: 00096799) in the category of Non-Executive Director (Promoter) and Chairman on the board of the Company effective from 1st October, 2022 at the ensuing 40th AGM, as the terms of appointment of Dr. Pravin N. Bhagwati as Jt. Managing Director will expire on 30th September, 2022. The NRC committee and Board has also considered various matters relating to his continuing guidance, experience and eligibility, future business prospectus, effect of such change in designation, etc. He is not debarred from holding the office of Director pursuant to any order issued by Securities and Exchange Board of India (SEBI) or any other authority and also he meets the statutory requirements under the Companies Act, 2013.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution except Ms. Reena P. Bhagwati, Managing Director of the Company being a relative of Dr. Pravin N. Bhagwati.

The Board recommends the Special resolution set forth in Item No. 6 for approval of the members.

Place: Ahmedabad

Date: 31.08.2022

**By order of the Board of Directors  
For, Bhagwati Autocast Limited**

**Registered Office:**

Survey No. 816,  
Village Rajoda, Nr. Bavla,  
Dist. Ahmedabad-382220

**Mehul Naliyadhara  
Company Secretary**

**Annexure-A****Details of the directors seeking appointment/ re-appointment at the 40th Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Directors	Dr. Pravin N. Bhagwati
DIN	00096799
Date of Birth	11th February, 1936
Date of Appointment/ Re-appointment	01/10/2022 (As Chairman, Non-Executive Director - Promoter)
Qualifications	B.E. (Mech.) from College of Engineering, Pune, Ph.D. in Foundry Engineering from RWTH Aachen, Germany
Brief profile and Expertise in Specific Functional Area	He possesses more than fifty five years of experience in foundry and casting industries. He was Past President of the Institute of Indian Foundrymen, Past President of World Foundry Organization (WFO), Past Coordinator and Chairman of WFO's International Commission on Vocational Training, Past National Chairman of Technical Education & Training of Confederation of Indian Industry (CII), Past Chairman of Confederation of Indian Industry (CII) (Western Region). He is recipient of Life Time Achievement award presented by The Institute of Indian Foundrymen at the World Foundry Congress held in Chennai in February 2008. He is on the Board of various institutions like, Governing Body of Centre for Entrepreneurship Development, Govt. of Gujarat, Member, Board of Governance Nirma University, Ahmedabad and Member, Governing Council, Nirma Institute of Management, Ahmedabad, Founder President of Society for Promotion of Foundry Education and Research Ahmedabad.
Relationship between Directors inter se	He is a father of Ms. Reena P. Bhagwati, Managing Director of the Company
No. of Board meetings attended during FY 2021-22	5 out of 5
Shareholding of non-executive directors in the listed entity including shareholding as a beneficial owner	450862 equity shares
Other Directorship in Listed entities	None
Membership of Committees (Audit Committee and Stakeholder Relationship Committee in other listed entities)	None