

BEEKAY NIRYAT LIMITED

CIN: L67120RJ1975PLC045573

Regd. Office: SP-825, ROAD NO. 14, VISHWAKARMA INDUSTRIAL AREA, JAIPUR - 302013

Corp Office: 9, Hungerford Street, Kolkata - 700017

Ph. No. : 033-32619344, Fax: 033-30233591

Email: email@beekayniryat.co.in; beekayniryat1975@gmail.com; Website: www.beekayniryat.co.in

NOTICE

NOTICE is hereby given that the 43rd Annual General Meeting of BEEKAY NIRYAT LIMITED will be held on Friday, 28th September, 2018 at 1.00 P.M. at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statement of the Company for the year ended 31st March, 2018 including Audited Balance Sheet as at 31st March 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Sree Gopal Bajoria (DIN: 01102078), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

SPECIAL BUSINESS:

3. Issue of Bonus Equity Shares

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

“RESOLVED THAT in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors, consent of the members be and is hereby accorded to the Board of Directors of the Company (“the Board”, which term shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalization of a sum not exceeding Rs. 1,40,00,000 (Rupees One Crore Forty Lakhs only) from and out

of the capital redemption reserve, the securities premium account and/or any other permitted reserves/surplus of the Company, as may be considered appropriate for the purpose of issue of bonus equity shares of Rs.10/- (Rupees Ten only) each, credited as fully paid to eligible members of the Company holding equity shares of 10/- (Rupees Ten only) each of the Company whose names appear in the Register of Members on a 'Record Date' to be determined by the Board for this purpose, in the proportion of 1 (One) new fully paid-up equity share of Rs.10/- (Rupees Ten only) each for every 1 (One) existing fully paid-up equity share of Rs. 10/- (Rupees Ten only) each held by them except for the promoters who will be kept at abeyance and shall not participate in the Bonus Issue and that the new Bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member.

RESOLVED FURTHER THAT the Bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date.

RESOLVED FURTHER THAT the Bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT in the case of members who hold shares or opt to receive the shares in dematerialized form, the Bonus equity shares shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and in the case of members who hold equity shares in certificate form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such time as prescribed by law and the relevant authorities.

RESOLVED FURTHER THAT the issue and allotment of the Bonus equity shares to Non Resident Members, Foreign Institutional Investors (FIIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, as may be necessary.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such Bonus equity shares on the Stock Exchanges where the securities of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to delegate all or any of the powers conferred by this resolution on it, to any committee or sub-committee of Directors or any other Director(s) or Officer(s) of the Company to give effect to the foregoing resolutions, with the power to such committee/sub-committee of the Board to further delegate all or any of its powers/ duties to any of its members."

4. To increase the Authorized Capital of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and provisions of the Articles of Association, the consent of Members of the Company be and is hereby accorded to increase the authorized share capital of the Company from Rs. 6,60,00,000 (Rupees Six Crores Sixty Lakhs Only) divided into 66,00,000 (Sixty Six Lakhs) shares of Rs. 10 (Rupees Ten Only) each to Rs.8,00,00,000 (Rupees Eight Crores) divided into 80,00,000 (Eighty Lakhs) shares of Rs. 10 (Rupees Ten Only) each by the creation of additional capital of Rs. 1,40,00,000 (Rupees One Crore Forty Lakhs) divided into 14,00,000 (Fourteen Lakhs) Equity Shares of Rs. 10 (Rupees Ten) each and the Clause V of the Memorandum of Association of the Company be altered accordingly.”

5. Alteration in Clause V of Memorandum of Association

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

“**RESOLVED THAT** the existing Clause V of the Memorandum of Association of the Company be altered and substituted by the following new clause:

V: “The authorised share capital of the Company is Rs. 8,00,00,000/-* (Rupees Eight Crores Only) divided into 80,00,000 (Eighty Lakhs only) Equity share of Rs. 10/- (Rupees Ten).

Subject to the provisions of the Act, the Company has the power from time to time to increase or reduce, reclassify its capital and to issue any shares in the original or new capital as equity or preference share and to attach to any class or classes of such shares any preference rights, privileges or priorities in payment of dividends, distribution of assets or otherwise over any other share or to subject the same to any restrictions or limitations or condition and to vary the regulations of the company as far as necessary to give effect to the same and upto the sub-division of a share, to apportion, the right to participate in profits in any manner.”

By Order of the Board of Directors

For **BEEKAY NIRYAT LIMITED**

Sd/-

Sree Gopal Bajoria

Managing Director

DIN: 01102078

Date: 07th August, 2018

Place: Jaipur

IMPORTANT NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company.

The instrument of Proxy in order to be effective, should be deposited at the Venue of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

2. Members / proxies should bring the duly filled Attendance slip enclosed herewith to attend the meeting. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the 43rd AGM and seek registration before entering the meeting hall. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
4. 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.
5. Members / Proxies / Authorized Representatives should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting. Copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
6. The Register of members and the Share Transfer books of the Company will remain closed from Saturday, 22nd September, 2018 to Friday, 28th September, 2018 (both days inclusive) for the purpose of Annual General Meeting.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

8. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the company of any change in address or demise of any member as soon as possible. Member are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
10. **GREEN INITIATIVE:** - 'Going Green begins at home' is the company's mantra in all aspects of its operations. 24 trees are felled for every 1 ton of paper printed, which translates to one tree being felled for printing approximately 132 copies of our Annual Report. Acutely aware of this shocking truth and for maintaining the planet Earth evergreen, Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the companies. Through its Circulars No. 17/2011 dated 21.04.2011 and No. 18/2011 dated 29.04.2011. We seek whole hearted support for this noble initiative in preserving our forest. Hence members holding shares in physical mode are requested to register their e-mail ID's with the Niche Technologies Pvt. Ltd., the Registrars & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs) in case the same is still not registered. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to their respective Depository Participants in respect of shares held in electronic form
11. Electronic copy of the Annual Report for 2017-2018 is being sent to all members whose email IDs are registered with the company/ Depository participants(s) for communication purposes unless any members who have not registered their email address, Physical copies of the Annual report for 2017-2018 is being sent in the permitted mode.
12. Electronic copy of the Notice of the 43rd Annual General Meeting of the Company inter alia indicating the process and manner of e- voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the company /Depository Participants(s) for communication purpose unless any member has request for a hard copy of the same. For members who have not registered their email address, Physical copies of the Notices of the 43rd Annual General Meeting of the company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being seen in the permitted mode.
13. Members may also note that the Notice of the 43rd Annual General Meeting and the Annual Report for 2017-2018 will also be available on the company's website www.beekayniryat.co.in for their download. The physical copies of the aforesaid documents will also be available at the company's Registered Office in Jaipur, Rajasthan for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon

making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: beekayniryat1975@gmail.com

14. All documents referred to in the accompanying Notice and the explanatory Statement shall be open for inspection at the Registered Office of the company during normal business hours (10.00 am to 5.00 pm) on all working days except Saturdays and Sundays up to and including the date of the general meeting of the company.
15. No dividend has been proposed and recommended by the Board of Directors for the year ended 31st March, 2018.

16. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements (LODR)) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. The process and manner for remote e-voting are as under:
 - (i) The remote e-voting period commences on 25th September, 2018 (09:00 am) and ends on 27th September, 2018 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders.
 - (iv) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is over printed on your ballot form. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

BEEKAY NIRYAT LIMITED

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant company name i.e. BEEKAY NIRYAT LIMITED on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the existing password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual Shareholders (i.e. Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533.

- (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
17. Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at beekayniryat1975@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 24th September 2018, upto 5:00 pm without which the vote shall not be treated as valid.
18. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 21st September 2018. A person who is not a member as on cut-off date should treat this notice for information purpose only.
19. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficiary owners as at closing hours of business on 17th August 2018.
20. The shareholders shall have one vote per equity share held by them as on the cut-off date of 21st September 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
21. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
22. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
23. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 21st September 2018 are requested to send the written / email communication to the Company at beekayniryat1975@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
24. Mr. Nikunj Kanodia, practicing Chartered Accountant (Membership No. 069995) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the

voting forthwith.

25. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.beekayniryat.co.in and on the website of CDSL. The same will be communicated to the listed stock exchanges i.e. BSE Limited.

IV. VOTING AT AGM

26. The members who have not casted their votes electronically can exercise their voting rights at the AGM through ballot paper.
27. Members holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates so as to enable the Company to consolidate their holding into one folio.
28. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents, **M/s. Niche Technologies Private Limited**. Accordingly, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to RTA.
29. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
30. Route Map showing directions to reach to the venue of the 43rd AGM is given at the end of this Notice as per the requirement of the Secretarial Standards -2 on "General Meeting."

Details of Directors seeking appointment / re-appointment by the Shareholders of the Company at the ensuing Annual General Meeting:

Name of the Director	Mr. Sree Gopal Bajoria
Director Identification Number	01102078
Date of appointment	26 th September 2014
Brief resume of the Directors including nature of expertise in specific functional areas	Mr. Sree Gopal Bajoria aged 71 years is our Promoter Managing Director of the Company serving the Company for more than the decade and he is a Commerce Graduated with Rich experience of over 47 years in manufacturing, trading and export activities covering all functions of general management as liaison in public relation for Bajoria Group of Industries. He is-charge for coordination of various projects, project development, new business diversification and expansion for the Bajoria Group Industries. He has been designated as Managing Director of our Company since 26th September 2014.
No. of shares held in the Company	2,94,442 Equity shares of Rs. 10/- each constituting 4.48 % of the Paid up Equity Share Capital of the Company.
Directorships held in other companies (Excluding alternate directorship, directorships in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013.)	Nil
Inter-se relationship between Directors	NA

Annexure I to the Notice

Explanatory Statement

(Pursuant to section 102(1) of the Companies Act, 2013)

The following explanatory statement, pursuant to Section 102(1) of the Companies Act, 2013 ('the Act'), set out all material facts relating to the business mentioned at the item 3, 4 & 5 the accompanying Notice dated August 7, 2018.

Item No. 3:

The equity shares of the Company are listed and traded on the BSE Limited. The members are aware that the operations and performance of the Company has grown over the past few years, which has generated considerable interest in the Company's equity shares in the Market. The market price of the Company's shares has also increased. In order to improve the liquidity of the Company's shares in the stock market, the Board of Directors of the Company at their meeting held on 07th August, 2018, have recommend the issue of Bonus Equity Shares in the ratio of 1:1 i.e. 1 (one) equity share to be issued for every 1 (one) equity share held by the Members on the Record Date except for the promoters who will be kept at abeyance and shall not participate in the Bonus Issue that may be fixed by the Key Managerial Personnel of the Company in this behalf, by capitalization of a sum not exceeding Rs. 1,40,00,000 (Rupees One Crore Forty Lakhs only) from Free Reserves of the Company.

It is proposed to authorize the Board of Directors/Committee of the Board/Key Managerial Personnel(s) of the Company to complete all the regulatory formalities as prescribed by the Securities and Exchange Board of India (SEBI), Stock Exchanges and/or any other regulatory or statutory authority (ies) in connection with the issue of Bonus Shares.

Further, the proposed issue of Bonus Shares will be made in accordance with the provisions of Section 63 of the Companies Act, 2013, guidelines issued by SEBI and subject to such approvals, if required, from the regulatory authority (ies). As per Articles of Association of the Company, it is necessary to obtain the approval of the Members for issue of bonus shares by capitalization of reserves. Therefore, the Board recommends the Resolution as set out in Notice dated 7th August 2018 for approval of the Members as an Ordinary Resolution.

None of the Directors / Key Managerial Personnel or their respective relatives is in any way concerned or interested in the Resolution except as Members of the Company.

The Board recommends the ordinary resolution set forth in Item No. 3 for the approval of the Members

Item No. 4 & Item No.5:

Presently, the Authorised Share Capital of the Company stands at Rs. 6,60,00,000 (Rupees Six Crores Sixty Lakhs) divided into 66,00,000 (Sixty Six Lakhs) Equity Shares of Rs. 10 (Rupees Ten) each. In order to meet its business objectives, it is proposed to increase the Authorised Share Capital of the Company from Rs. 6,60,00,000 (Rupees Six Crores Sixty Lakhs) divided into 66,00,000 (Sixty Six Lakhs) Equity Shares of Rs. 10 (Rupees Ten) each to Rs. 8,00,00,000 (Rupees Eight Crores) divided into 80,00,000 (Eighty Lakhs) Equity Shares of Rs.10

(Rupees Ten) each by the creation of additional capital of Rs. 1,40,00,000 (Rupees One Crore Forty Lakhs) divided into 14,00,000 (Fourteen Lakhs) Equity Shares of Rs. 10 (Rupees Ten) each.

Subsequent to the increase in the Authorised Share Capital, Clause V of the Memorandum of Association of the Company would have to be altered by passing the necessary Resolutions in the Annual General Meeting of the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolutions as set out at Item Nos. 4 and 5 of the Notice.

The Memorandum and Articles of Association of the Company are open for inspection of the members at the Registered Office of the Company during the normal business hours at any time upto the date of the Annual General Meeting and at the Meeting.

By **Order of the Board of Directors**

For **BEEKAY NIRYAT LIMITED**

Sd/-

Sree Gopal Bajoria

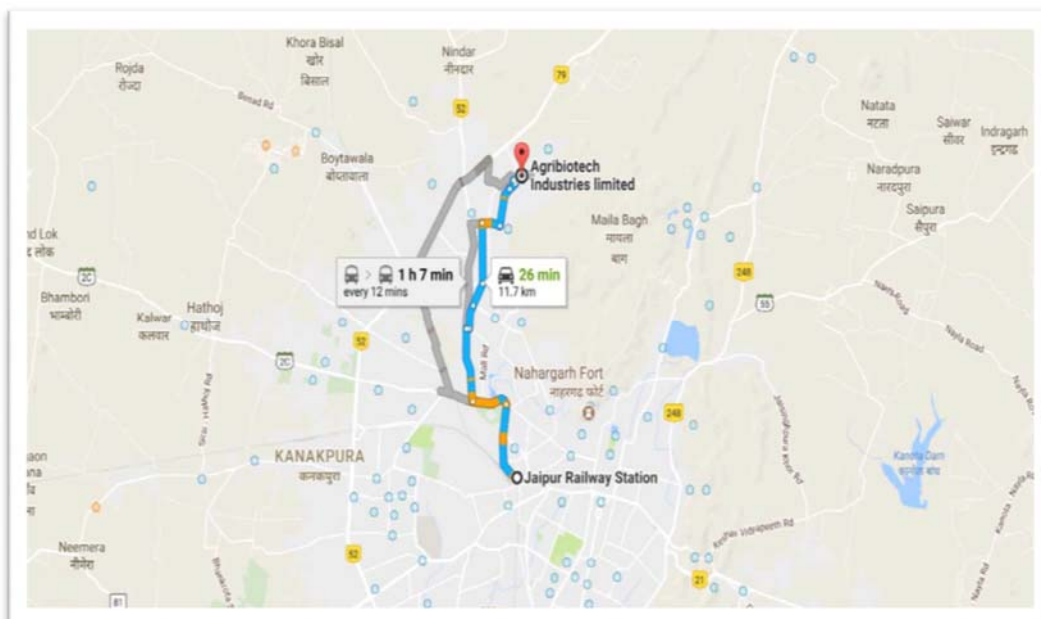
Managing Director

DIN : 01102078

Date: 07th August, 2018

Place: Jaipur

ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING



BEEKAY NIRYAT LIMITED

Regd. Office: SP-825, Road No.14, Vishwakarma Industrial Area , Jaipur -302013

Corporate Office: 9, Hungerford Street, Kolkata- 700017

Phone No. 033- 32619344, Fax No. 033-30233591

Email: beekayniryat1975@gmail.com ; Website www.beekayniryat.co.in

CIN: L67120RJ1975PLC045573

ATTENDANCE SLIP

(To be presented at the entrance)

43rd Annual General Meeting, Friday, the 28th September, 2018 at 1 P.M. at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013

Name of the Shareholder	
Address	
Registered Folio/ DP ID & Client ID	
No of Shares held	
Name of the Proxy / Authorized Representative, if any	

I / We hereby record my / our presence at the 43RD ANNUAL GENERAL MEETING of the Company to be held on Friday, the 28th September, 2018 at 1 P.M. at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur – 302013.

Signature of Shareholder/ Proxy/ Authorised Representative

Note: The Member/Proxy must bring this Attendance Slip to the Meeting, duly completed and signed, and hand over the same at the venue entrance.

BEEKAY NIRYAT LIMITED

Regd. Office: SP-825, Road No.14, Vishwakarma Industrial Area , Jaipur -302013

Corporate Office: 9, Hungerford Street, Kolkata- 700017

Phone No. 033- 32619344, Fax No. 033-30233591

Email: beekayniryat1975@gmail.com ; Website www.beekayniryat.co.in

CIN: L67120RJ1975PLC045573

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]

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No. / *DP-ID & Client	

**Applicable for Investors holding shares in electronic form.*

I / We, being the member (s) of shares of the above named company, hereby appoint:

1.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

2.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

3.	Name:	Address:
	E-mail Id:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 43rd Annual General Meeting of the Company, to be held on Friday, 28th September, 2018 at 1 P.M. at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur – 302013, and at any adjournment thereof in respect of such resolutions as is/are indicated below:-

** I/We wish my/our above Proxy to vote in the manner as indicated in the box below:-

BEEKAY NIRYAT LIMITED

Item No.	Resolution(s)	For	Against
1.	Adoption of Financial Statements		
2.	Appointment of Mr. Sree Gopal Bajoria as Managing Director who retires by rotation		
3.	Issue of Bonus Equity Shares		
4.	Increase the Authorized Capital of the Company		
5.	Alteration in Clause V of Memorandum of Association		

Signed this day of 2018.

**Affix Re.1
Revenue
Stamp**

Signature of Shareholder

Signature of Proxy holder(s):

Notes:

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. *This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.*
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the 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 and such person shall not act as a proxy for any other person or shareholder.
5. ****This is only optional. Please put a 'x' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**
6. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

BEEKAY NIRYAT LIMITED

Regd. Office: SP-825, Road No.14, Vishwakarma Industrial Area , Jaipur -302013

Corporate Office: 9, Hungerford Street, Kolkata- 700017

Phone No. 033- 32619344, Fax No. 033-30233591

Email: beekayniryat1975@gmail.com ; Website www.beekayniryat.co.in

CIN: L67120RJ1975PLC045573

(ANNEXURE TO THE NOTICE FOR THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 28th SEPTEMBER 2018)

Name & Registered Address of Sole/First named Member	
Joint Holders Name (If any)	
Folio No. / DP ID & Client ID	
No. of Equity Shares Held	

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the 43rd Annual General Meeting (AGM) to be held on Friday, 28th September 2018 at 1:00 P.M. at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN	User ID	PAN / Sequence No
180813038		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
25 th September 2018 at 9.00 A.M.(IST)	27 th September 2018 at 5.00 P.M.(IST)

Please read the instructions mentioned in Point No.16 of the Notice before exercising your vote.

By Order of the Board

For **Beekay Niryat Limited**

Sd/-

Sree Gopal Bajoria

Managing Director

DIN: 01102078

Place: Jaipur

Date: 07th August, 2018