



BOMBAY OXYGEN INVESTMENTS LIMITED

CIN: L65100MH1960PLC011835

Registered Office: 22/B, Mittal Tower “B Wing”, 210, Nariman Point, Mumbai 400021.

Telephone No. +91 22 6610 7503-08 Email: contact@bomoxy.com

Website: www.bomoxy.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

To the Members of
Bombay Oxygen Investments Limited
Mumbai

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of Companies Act, 2013 (the “Act”), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (ICSI) to the extent applicable and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings/conducting postal ballot process through E-voting vide General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as ‘MCA Circulars’) and any other applicable laws and regulations, the resolutions set out below are proposed to be passed by the Members of Bombay Oxygen Investments Limited through Postal Ballot by voting through electronic means (“remote E-voting”).

The proposed resolutions and the Explanatory Statement pursuant to Section 102 read with Section 110 of the Act and any other applicable provisions of the Act, read with Rules framed thereunder, setting out the material facts and reasons thereof concerning the resolution mentioned in this Postal Ballot Notice (“Notice”), are annexed hereto.

In compliance with the MCA Circulars, this Notice is being sent ONLY through electronic mode to those Members whose email addresses are registered with the Company/Depositories/Registrar and Transfer Agent (“RTA”). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote E-voting system.

The Board of Directors (the "Board") of the Company has appointed M/s SCP & Co, Practicing Company Secretary (Membership no. A44893) as the Scrutinizer for conducting Postal Ballot through E-voting process in a fair and transparent manner.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote E-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of MUFG Intime India Private Limited (Formerly "Link Intime India Private Limited") for the purpose of providing remote E-voting facility to its Members. The instructions for remote E-voting are appended to this Notice. The Notice is also available on the website of the Company at: <http://www.bomoxy.com/investors.html>.

Members are requested to carefully read the instructions indicated in this Notice to exercise their vote through the remote E-voting process and record their assent (FOR) or dissent (AGAINST) to the proposed Resolutions. Members as on the cut-off date 24th January, 2025, may cast their vote through remote E-voting. The remote E-voting period shall commence on Sunday, 2nd February, 2025 from 9.00 a.m. (IST) and ends on Monday, 3rd March, 2025 at 5.00 p.m. (IST) (both days inclusive). The remote E-voting facility will be disabled by MUFG Intime India Private Limited (Formerly "Link Intime India Private Limited") immediately thereafter and voting will not be allowed beyond the said date and time.

Upon completion of the scrutiny of the votes cast through remote E-voting process, the Scrutinizer will submit their report to the Chairman of the Company or any other authorised officer(s). The result of the Postal Ballot will be announced within two working days from the conclusion of the remote E-voting on or before 5th March, 2025. The said result along with the Scrutinizers Report will be communicated to BSE Limited and shall be hosted on the website of the Company at <http://www.bomoxy.com/investors.html> and on the website of MUFG Intime India Private Limited at <https://instavote.linkintime.co.in/> and will also be displayed on the Notice Board of the Company at its Registered Office.

SPECIAL BUSINESSES:

ITEM NO.1

Appointment of Mrs. Sudha Navin Shetty (DIN: 10784690) as a Non-Executive Independent Director

To consider and if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Act and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time, Mrs. Sudha Navin Shetty (DIN:10784690) who was appointed by the Board of Directors as an Additional Director designated as a Non-Executive Independent Director of the Company with effect from 16th January, 2025 and who

meets the criteria for independence as provided in section 149(6) of the Act along with the Rules framed thereunder and regulation 16(1) of the Listing Regulations and who has submitted a declaration to the effect, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 16th January, 2025 to 15th January, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/ or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

ITEM NO.2

Appointment of Mr. Suresh Sitaram Sigtia (DIN: 02690391) as a Non-Executive Independent Director

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Act and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time, Mr. Suresh Sitaram Sigtia (DIN:02690391) who was appointed by the Board of Directors as an Additional Director designated as a Non-Executive Independent Director of the Company with effect from 16th January, 2025 and who meets the criteria for independence as provided in section 149(6) of the Act along with the Rules framed thereunder and regulation 16(1) of the Listing Regulations and who has submitted a declaration to the effect, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 16th January, 2025 to 15th January, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/ or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

ITEM NO.3

Appointment of Mr. Krishna Kumar Kunwar (DIN: 07667931) as a Non-Executive Independent Director

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Act and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time, Mr. Krishna Kumar Kunwar (DIN:07667931) who was appointed by the Board of Directors as an Additional Director designated as a Non-Executive Independent Director of the Company with effect from 16th January, 2025 and who meets the criteria for independence as provided in section 149(6) of the Act along with the Rules framed thereunder and regulation 16(1) of the Listing Regulations and who has submitted a declaration to the effect, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 16th January, 2025 to 15th January, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/ or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

By Order of the Board
For Bombay Oxygen Investments Limited

Place: Mumbai
Date: 16th January, 2025

Vinaya Sanjay Patil
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 and other applicable provisions, if any of the Act read with rules framed thereunder, Secretarial Standard–2 on General Meeting and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 setting out material facts relation to the resolutions proposed in the Postal Ballot Notice and additional information is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent to the members whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of business hours on 24th January, 2025 ("Cut-Off Date") in accordance with the provisions of the Act read with Rules made thereunder and MCA Circulars. Accordingly, the members whose names appear in the Register of Members / List of Beneficial Owners (received from NSDL and CDSL) as on the close of business hours on 24th January, 2025 will be considered for the purpose of voting. A person who is not a member on the aforesaid date should treat this notice for information purpose only.
3. In accordance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("SEBI LODR Regulations"), Sections 108 and 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA Circulars, Electronic copy of the Notice of the Postal Ballot of the Company inter alia indicating the process and manner of remote E-voting is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) (in case of shares held in demat form) or with the Company's Registrar and Share Transfer Agent (in case of shares held in physical form).
4. Members, who have not registered their email address can get their email address registered with the Depository Participant, with whom the demat account is maintained and shareholders holding shares in physical mode may write to the Company at contact@bomoxy.com / OR write to RTA with clicking the link as https://liiplweb.linkintime.co.in/helpdesk/Service_Request.html
5. Members may also note that the Notice of the Postal Ballot will also be available on the Company's website i.e. <http://www.bomoxy.com/investors.html>, website of stock exchange i.e. www.bseindia.com
6. A Member cannot exercise his/her vote through proxy on postal ballot. However, Corporate and Institutional Members shall be entitled to vote through their authorised representatives. Corporate and institutional Members are required to send scanned certified true copy (PDF Format) of the board resolution/authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by e-mail to corporateissues1991@gmail.com with a copy marked to contact@bomoxy.com
7. Postal Ballot (E-voting) period commences from Sunday, 2nd February, 2025 (9.00 a.m. IST) and ends on Monday, 3rd March, 2025 (5.00 p.m. IST). At the end of the E-voting period, the facility shall

forthwith be blocked and E-voting shall not be allowed beyond the said date and time.

8. The proposed resolutions, if approved, by requisite majority, shall be deemed to have been passed on the last date of E-voting, which would be 3rd March, 2025. The resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.
9. All documents referred to in this Postal Ballot Notice and Statement setting out material facts will be available for inspection electronically from the date of circulation of this Notice up to the closure of the E-voting period. Members seeking to inspect such documents can send an email to contact@bomoxy.com will be available for inspection at the Registered Office of the Company between 11:00 a.m. to 2:00 p.m. on all working days except Saturday(s), Sunday(s) and Public Holiday(s) from the date of circulation of the Notice till the declaration of results of the Postal Ballot.
10. The Board of Directors by a Resolution passed at their meeting held on 16th January, 2025 has appointed M/s SCP & Co., Practicing Company Secretaries, Mumbai to act as the Scrutinizer for conducting the E-voting process in a fair and transparent manner.
11. Shareholders are requested to take note that all queries or service requests in electronic mode are to be raised only through website of RTA, the link for which is https://liiplweb.linkintime.co.in/helpdesk/Service_Request.html
12. The Scrutinizer will submit their report to the Chairman of the Company or any other authorized officer(s) of the Company after completion of the scrutiny of the E-voting. The results of the Postal Ballot will be announced within 2 (Two) working days from conclusion of the E-voting period. The result of Postal Ballot along with the Scrutinizer's Report will be intimated to the BSE Limited ("Stock Exchange") where the equity shares of the Company are listed and shall be hosted on the website of the Company at <http://www.bomoxy.com/investors.html> and on the website of MUFG Intime India Private Limited at <https://instavote.linkintime.co.in/> and will also be displayed on the Notice Board of the Company at its Registered Office.
13. **The instructions to the Members for E-voting are given below:**

Remote E-voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Type of Shareholder	Login method
<p>Individual Shareholders holding securities in demat mode with NSDL:</p>	<p>METHOD 1 –</p> <ol style="list-style-type: none"> 1. If registered with NSDL IDeAS facility : <ol style="list-style-type: none"> a. Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “Login”. b. Enter user id and password. Post successful authentication, click on “Access to E-voting”. c. Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period. <p style="text-align: center;">OR</p> <ol style="list-style-type: none"> 2. User not registered for IDeAS facility: <ol style="list-style-type: none"> a. To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp b. Proceed with updating the required fields. c. Post registration, user will be provided with Login ID and password. d. After successful login, click on “Access to E-voting”. e. Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period. <p>METHOD 2 –</p> <p>By directly visiting the E-voting website of NSDL:</p> <ol style="list-style-type: none"> a. Visit URL: https://www.evoting.nsdl.com/ b. Click on the “Login” tab available under ‘Shareholder/Member’ section. c. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. d. Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to E-voting”. e. Click on “LINKINTIME” or “evoting link displayed alongside

	Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period.
Individual Shareholders holding securities in demat mode with CDSL:	<p>METHOD 1 – From Easi/Easiest</p> <p>Users who have registered/ opted for Easi/Easiest</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. Click on New System Myeasi Login with user id and password After successful login, user will be able to see E-voting menu. The menu will have links of E-voting service providers i.e., LINKINTIME, for voting during the remote E-voting period. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period. <p style="text-align: center;">OR</p> <p>Users not registered for Easi/Easiest</p> <ol style="list-style-type: none"> To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/ https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration Proceed with updating the required fields. Post registration, user will be provided Login ID and password. After successful login, user able to see E-voting menu. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period. <p>METHOD 2 - By directly visiting the E-voting website of CDSL.</p> <ol style="list-style-type: none"> Visit URL: https://www.cdslindia.com/ Go to E-voting tab.

	<p>c. Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.</p> <p>d. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account</p> <p>e. After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period.</p>
<p>Individual Shareholders holding securities in demat mode with Depository Participant:</p>	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for E-voting facility.</p> <p>a) Login to DP website</p> <p>b) After Successful login, members shall navigate through “E-voting” tab under Stocks option.</p> <p>c) Click on E-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see E-voting menu.</p> <p>d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote E-voting period.</p>
<p>Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders</p>	<p>Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for E-voting may register for E-voting facility of Link Intime as under:</p> <p>a. Visit URL: https://instavote.linkintime.co.in</p> <p>b. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -</p> <p style="padding-left: 40px;">A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in</p>

	<p>CDSL demat account shall provide 16 Digit Beneficiary ID.</p> <p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <p>*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above</p> <p>*Shareholders holding shares in NSDL form, shall provide ‘D’ above</p> <p>▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$&*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>▶ Click “confirm” (Your password is now generated).</p> <p>c. Click on ‘Login’ under ‘SHARE HOLDER’ tab.</p> <p>d. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.</p>
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Cast your vote electronically:

1. After successful login, you will be able to see the notification for E-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - A. ‘Investor ID’ -
 - i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. ‘Investor’s Name’ - Enter full name of the entity.
 - C. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote E-voting.

The corporate shareholder can vote by two methods, once remote E-voting is activated:

METHOD 1 - VOTES ENTRY

- a. Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b. Click on 'Votes Entry' tab under the Menu section.
- c. Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d. Enter '16-digit Demat Account No.' for which you want to cast vote.
- e. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f. After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a. Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b. You will be able to see the notification for E-voting in inbox.
- c. Select 'View' icon for 'Company's Name / Event number '. E-voting page will appear.
- d. Download sample vote file from 'Download Sample Vote File' option.
- e. Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f. Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:**Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:**

Shareholders facing any technical issue in login may contact MUFG Intime India Private Limited INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

FORGET PASSWORD:**Individual shareholders holding securities in physical form has forgotten the password:**

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the E-voting website of MUFG Intime India Private Limited: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders are having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) have forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the E-voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders are having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant’s website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

- 14.** During the voting period, Members can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- 15.** Members holding multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.

Explanatory Statement pursuant to Section 102, 110 of the Companies Act, 2013 and Secretarial Standard – 2 on General Meeting and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item No 1:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as recommended by the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 16th January, 2025, appointed Mrs. Sudha Navin Shetty as an Additional Director designated as a Non-Executive Independent Director of the Company for a term of five consecutive years with effect from 16th January, 2025 to 15th January, 2030 not liable to retire by rotation, subject to the approval of the Members and such other approvals and permissions, as may be required.

Mrs. Sudha Navin Shetty has given her consent for appointment as an Independent Director of the Company and has also confirmed that she has not incurred any disqualification under Section 164(2) of the Act. The Company has also received a declaration from Mrs. Sudha Navin Shetty that she meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and that she is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. Mrs. Sudha Navin Shetty is eligible to be appointed as an Independent Director of the Company.

Brief Profile of Mrs. Sudha Navin Shetty is as under:

Mrs. Sudha Navin Shetty holds a Master’s degree in History, Geography, Education and related subjects. She has over 40 years of experience in the field of Education. She also possesses strong organizational and administrative skills.

She does not hold by herself or for any other person on a beneficial basis any shares in the Company.

In the opinion of the Board, Mrs. Sudha Navin Shetty fulfils the conditions specified in the Act, and rules made there under and Listing Regulations for her appointment as an Independent Director of the Company and is independent of the management.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Director is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company i.e. <http://www.bomoxy.com/investors.html> .

In terms of the Listing Regulations, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, and the appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution.

It is proposed to appoint Mrs. Sudha Navin Shetty as an Independent Director of the Company not liable to retire by rotation to hold office for a term of five consecutive years from 16th January, 2025 to 15th January, 2030.

Details required as per Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings are provided in Annexure - A to this Notice.

Except Mrs. Sudha Navin Shetty being an appointee and her relatives, none of the other Directors, Key Managerial Personnel of the Company or relatives of Director/Key Managerial Personnel are in any way deemed to be concerned or interested financially or otherwise in the resolution set out at item No.1 of the Notice.

The Board recommends the Special Resolution as set out in Item No. 1 of this Notice for approval by the Members.

Item No 2:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as recommended by the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 16th January, 2025, appointed Mr. Suresh Sitaram Sigtia as an Additional Director designated as a Non-Executive Independent Director of the Company for a term of five consecutive years with effect from 16th January, 2025 to 15th January, 2030 not liable to retire by rotation, subject to the approval of the Members and such other approvals and permissions, as may be required.

Mr. Suresh Sitaram Sigtia has given his consent for appointment as an Independent Director of the Company and has also confirmed that he has not incurred any disqualification under Section 164 (2) of the Act. The Company has also received a declaration from Mr. Suresh Sitaram Sigtia that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. Mr. Suresh Sitaram Sigtia is eligible to be appointed as an Independent Director of the Company.

Brief Profile of Mr. Suresh Sitaram Sigtia is as under:

Mr. Suresh Sitaram Sigtia holds a Bachelor’s degree in Commerce and has extensive experience in administrative, managerial, and financial operations. He is Proficient in office management and in ensuring compliance with organizational policies. He possesses strong knowledge of budgeting, financial reporting, cost analysis, and account reconciliation.

He does not hold by himself or for any other person on a beneficial basis any shares in the Company.

In the opinion of the Board, Mr. Suresh Sitaram Sigtia fulfils the conditions specified in the Act, and rules made there under and Listing Regulations for his appointment as an Independent Director of the Company

and is independent of the management.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Director is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company i.e. <http://www.bomoxy.com/investors.html> .

In terms of the Listing Regulations, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, and the appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution.

It is proposed to appoint Mr. Suresh Sitaram Sigtia as an Independent Director of the Company not liable to retire by rotation to hold office for a term of five consecutive years from 16th January, 2025 to 15th January, 2030.

Details required as per Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings are provided in Annexure - A to this Notice.

Except Mr. Suresh Sitaram Sigtia being an appointee and his relatives, none of the other Directors, Key Managerial Personnel of the Company or relatives of Director/Key Managerial Personnel are in any way deemed to be concerned or interested financially or otherwise in the resolution set out at item No.2 of the Notice.

The Board recommends the Special Resolution as set out in Item No. 2 of this Notice for approval by the Members.

Item No 3:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as recommended by the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 16th January, 2025, appointed Mr. Krishna Kumar Kunwar as an Additional Director designated as a Non-Executive Independent Director of the Company for a term of five consecutive years with effect from 16th January, 2025 to 15th January, 2030 not liable to retire by rotation, subject to the approval of the Members and such other approvals and permissions, as may be required.

Mr. Krishna Kumar Kunwar has given his consent for appointment as an Independent Director of the Company and has also confirmed that he has not incurred any disqualification under Section 164 (2) of the Act. The Company has also received a declaration from Mr. Krishna Kumar Kunwar that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. Mr. Krishna Kumar Kunwar is eligible to be appointed as an Independent Director of

the Company.

Brief Profile of Mr. Krishna Kumar Kunwar is as under:

Mr. Krishna Kumar Kunwar holds a MBA degree in Finance and has over 20 years of experience in the field of accounts and finance. He possesses expertise in budgeting, forecasting, cash flow management, and financial analysis to drive profitability and efficiency. Additionally, he has a strong understanding of NBFC regulations, credit management, and risk assessment.

He does not hold by himself or for any other person on a beneficial basis any shares in the Company.

In the opinion of the Board, Mr. Krishna Kumar Kunwar fulfils the conditions specified in the Act, and rules made there under and Listing Regulations for his appointment as an Independent Director of the Company and is independent of the management.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Director is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company i.e. <http://www.bomoxy.com/investors.html> .

In terms of the Listing Regulations, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, and the appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution.

It is proposed to appoint Mr. Krishna Kumar Kunwar as an Independent Director of the Company not liable to retire by rotation to hold office for a term of five consecutive years from 16th January, 2025 to 15th January, 2030.

Details required as per Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings are provided in Annexure - A to this Notice.

Except Mr. Krishna Kumar Kunwar being an appointee and his relatives, none of the other Directors, Key Managerial Personnel of the Company or relatives of Director/Key Managerial Personnel are in any way deemed to be concerned or interested financially or otherwise in the resolution set out at item No.3 of the Notice.

The Board recommends the Special Resolution as set out in Item No. 3 of this Notice for approval by the Members.

By Order of the Board
For Bombay Oxygen Investments Limited

Place: Mumbai
Date: 16th January, 2025

Vinaya Sanjay Patil
Company Secretary

Annexure-I

[As required under applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings issued by ICSI]

Name of the Director	Sudha Navin Shetty	Suresh Sitaram Sigtia	Krishna Kumar Kunwar
DIN	10784690	02690391	07667931
Age	60 years	68 years	47 years
Brief Resume including Qualifications and Experience			
i. Qualifications	MA, B. Ed	B.Com	MBA(Finance)
ii. Experience and expertise in specific functional area	Experience of 40 years with expertise in the field of Education. She possesses strong organizational and administrative skills.	Experience of 48 years with expertise in administrative, managerial, and financial operations. He is a Whole time Director of Trident Mercantile Private Limited.	Experience of 20 years with expertise in financial planning, budgeting, forecasting, and reporting for the organization, ensuring alignment with strategic objectives. He is the CFO of New Great Eastern Spinning and Weaving Company Limited from June 2023
Date of first appointment on the Board	16 th January, 2025	16 th January, 2025	16 th January, 2025
Shareholding in the Company as on date of Notice	NIL	NIL	NIL
Inter-se relationships between Directors; Manager; Key Managerial Personnel	NA	NA	NA
Number of Meetings of the Board attended as on date of Notice	NIL	NIL	NIL
Other Companies in which he/she is a Director	NIL	1. Trident Mercantile Private Limited	NIL

Chairperson/ Membership of the Committee(s) of Board of Directors of other companies in which he/ she is a Director	NIL	NIL	NIL
Terms and Conditions of Appointment including Remuneration	<p>Appointed as an Additional Director at the meeting of the Board of Directors held on 16th January, 2025. At the same meeting he/she has been appointed as a Non-Executive Independent Director for a term of five consecutive years commencing from 16th January, 2025 to 15th January, 2030, subject to the approval of the Members.</p> <p>As an Independent Director, he/she will be entitled to the sitting fees as may be decided by the Board for each meeting of the Board and Committee attended by him/her and commission as may be decided from time to time.</p>		