BOMBAY METRICS SUPPLY CHAIN LIMITED

CIN : L74999MH2015PLC263148

Regd .Off. : 201/Quantum Tower, Ram Baug Lane, Near Chincholi Petrol Pump, S. V. Road, Malad(W), Mumbai - 400 064.

Tel.: 022- 40120561 | 91 9768077759 • Email : nkeniya@bombaymetrics.com • www.bombaymetrics.com

Date: November 21, 2022.

To,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.

Dear Sirs/ Madam,

Subject: Submission of Extra Ordinary General Meeting Notice

Ref: Bombay Metrics Supply Chain Limited
(Security ID: BMETRICS)

Notice is hereby given that an Extra Ordinary General Meeting ("EOGM") of the Company will be held on Monday the 12th December, 2022 at 10.00 a.m. at the Registered Office of the Company situated at 201/Quantum Towers, Ram Baug lane, Near Chincholi Petrol Pump, S.V.Road, Malad (West) Mumbai – 400 064, Maharashtra, and pursuant to reg.34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we submit herewith the copy of Notice of Extra Ordinary General Meeting for your records.

It is further brought to your notice that Extra Ordinary General Meeting Notice will be sent to you all the shareholders through email at their registered email ids.

We request you to kindly take the above on record.

Thanking you,

On Behalf of the Board of;
Bombay Metrics Supply Chain Limited
(Formerly known as Bombay Metrics Supply Chain Private Limited)

Nipul Hirji Keniya

Digitally signed by Nipul Hirji Keniya
Date: 2022.11.21 18:29:24 +05'30'

Nipul Hirji Keniya
Managing Director
DIN: 03087659

Place: Mumbai.

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NOTICE OF EXTRAORDINARY GENERAL MEETING

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Notice is hereby given that the **Extra Ordinary General Meeting** of the members of the Company **Bombay Metrics Supply Chain Limited** will be held on **Monday** the **12th December, 2022** at **10.00 a.m.** at the Registered Office of the Company situated at **201/Quantum Towers, Ram Baug Lane, Near Chincholi Petrol Pump, S. V. Road, Malad (West), Mumbai – 400 064, Maharashtra, India,** to transact the following business:

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Special Businesses:

1. To approve the issuance of Bonus Shares;

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

"RESOLVED THAT pursuant to Section 63 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Share Capital and Debentures) Rules, 2014, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) read with Regulation 293 and other relevant provisions, laid down in Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, applicable provisions of Article of Association of the Company and such permissions, sanctions, and approvals as may be required in this regard; the consent of the members of the Company be and is hereby accorded for issue of up to 46,17,720 (Forty Six Lacs Seventeen Thousand Seven Hundred and Twenty) Equity Shares of Rs.10/- each aggregating to Rs.4,61,77,200/- (Rupees Four Crore Sixty-One Lac Seventy-Seven Thousand Two Hundred Only), as fully paid Bonus Shares to the shareholders by way of capitalisation the Securities Premium Account.

RESOLVED FURTHER THAT:

a. The bonus issue shares will be made in the ratio of 3:1 i.e. 3 (three) fully paid Bonus Shares of Rs.10/- will be issued to every 1 (One) existing Equity Shares held to the shareholders on such date ("Record Date"), as may be determined by the Board of Director(s) after approval of Shareholders in general meeting.

b. The Equity Shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes pari-passu with the existing equity shares of the Company.

c. With regard to the shares held in dematerialized form, the Bonus shares will be credited to the respective Demat account of the holders.

d. No members shall entitle to a fraction of equity shares as a result of the implementation of this resolution and no certificate or coupon or cash shall be issued for fraction of equity shares and the bonus shall be rounded to the lower integer.

e. All fractions of bonus equity shares shall be ignored and accordingly the number of issuance of bonus shares may be reduced."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters, and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns with Stock Exchange, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority."

By Order of the Board of Directors of
Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya
Digitally signed by Nipul Hirji Keniya
Date: 2022.11.21 18:30:07 +05'30'

Nipul Hirji Keniya
Managing Director
DIN.:03087659.

Date: November 21, 2022.
Place: Mumbai

Registered Office: 201/Quantum Towers, Ram Baug Lane,
Near Chincholi Petrol Pump, S.V.Road, Malad (West),
Mumbai – 400 064, Maharashtra, India.
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Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IN 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.

2. A person can act as a Proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10(Ten) percent of the total issued share capital of the Company carrying voting rights. However, a member holding more than 10(ten) percent of the total issued 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.

3. The instrument of proxy, in order to be effective, should be deposited at the registered office of the Company at least 48 hours before the commencement of the Meeting, duly complete and signed. A proxy does not have the right to speak at the meeting and cast votes only on a poll. A proxy form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution/ authority, as applicable.

4. Corporate members intending to send their authorized representative to attend the Meeting pursuant to section 113 of the companies act 2013 are requested to send to the Company, a certified true copy of the relevant Board of Directors resolution together with their respective specimen signatures authorizing their representative (s) to attend and vote on their behalf at the meeting.

5. In case of Joint holders attending the meeting, only such joint holders who are first holders/ higher in order of names will be entitled to vote.

6. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners, maintained by the Depositories as on 11th November, 2022 are entitled to receive the Notice of Extra Ordinary General meeting.

7. The Voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 9th December, 2022 only shall be entitled to avail facility of voting at the venue of meeting. A person who is not a member as on the cut-off date should treat this notice for information only.

8. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as on cut-off date, may cast vote on the Resolutions as provided in the notice convening the Meeting, which is available on the website of the Company.

9. Shareholders may be aware that the Companies Act, 2013, permits the service of the Notice of the Extra Ordinary General Meeting through electronic mode. In view of this, the Company would communicate the important and relevant information, and events and send the documents including the intimations, notices, annual reports, financial statements, etc. in electronic form, to the email address of the respective member. To support the green initiative of the Government in full measure, Members who have not registered their e-mail address, so far, are requested to register their e-mail addresses in the following manner:

10. For members holding shares in physical mode-please provide necessary details like Folio No, Name of shareholder by email to cs@bombaymetrics.com.

11. Members holding shares in Demat mode can get their e-mail id registered by contacting their respective Depository Participant or by email to cs@bombaymetrics.com

12. Members seeking clarifications on businesses to be transacted at the Extra Ordinary General Meeting are requested to send in writing through email at cs@bombaymetrics.com at least 7 days before the date of the meeting. This would enable the Company to compile the information and provide replies in the meeting.

13. The Company or its Registrar and Transfer Agents, Bigshare Services Private Limited, cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates, such changes are to be advised only to the Depository Participants.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of a Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts.

15. The Company has appointed CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Practicing Company Secretary (UCN P2015MH038100) to act as the Scrutinizer for conducting the voting process in a fair and transparent manner.

16. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/ Registrar of any change in address or demise of any member as

soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. A periodic statement of holding should be obtained from the concerned Depository Participant and holding should be verified.

17. With reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB as per SEBI (ICDR) Regulations, 2009 are exempted from e-voting provisions. Your Company is listed on the SME platform of NSE. Therefore, Company is not providing an e-voting facility to its shareholders.

18. MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM, AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.

19. Members are requested to bring their attendance along with copies of Notice of Extra Ordinary General Meeting.

20. Member/Proxy holder shall hand over the attendance slip, duly filed in all respect, at the entrance for attending the Meeting along with a valid identity proof such as the PAN card, passport, AADHAR card or Driving License.

21. Route-map to the venue of the Meeting is provided in this Notice.

22. 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. All documents referred to in the notice and the explanatory statement and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 4.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting

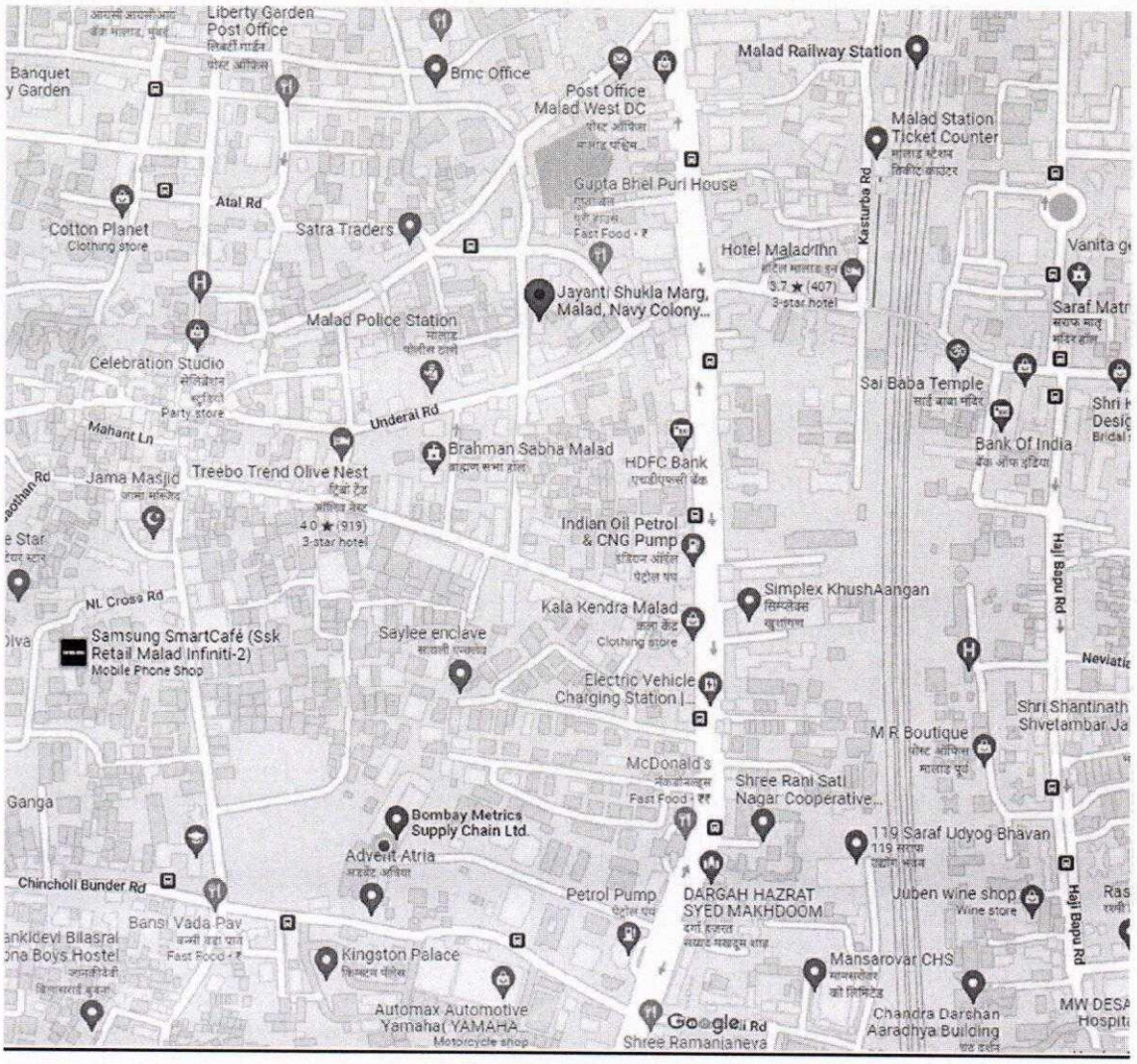
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ROUTE MAP TO THE EGM VENUE



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EXPLANATORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED TO THE NOTICE

ITEM No.1:

As you all are aware that the Company's shares have been listed on EMERGE platform of the National Stock Exchange since October 12, 2021. Over the year, the Company has performed significantly well both in terms of profit and business. As on March 31, 2022 aggregate of free reserves and surplus of the Company is Rs.770.52 Lakhs including the Security Premium Account of Rs.340.98 Lakhs. Hence, with a view to capitalize the Security Premium Account and to rationalize the capital structure, the Board of Directors in its meeting held on Friday, November 11, 2022, has proposed to issue bonus shares at the ratio of 3:1 i.e. 3 (Three) fully paid Bonus Shares of Rs.10/- will be issued to every 1 (One) existing Equity Shares held. This bonus allotment will also rationalize the paid-up capital of the Company with the funds employed in the Company.

As per the provisions of Section 63 of the Companies Act, 2013, approval of the shareholders is required to be accorded for the issuance of Bonus Shares to the members of the Company by way of passing a Special Resolution.

Accordingly, the Directors recommend the matter and the resolution set out under Item no.1 for the approval of the Members by way of passing a Special Resolution.

Except Mr. Nipul Keniya, Mr. Hiten Shah, Ms. Heena Shah, Mr. Vivek Vyas and their relatives to the extent of their shareholding and Bonus Share entitlement, none of the other Directors, Key Managerial Personnel or relatives thereof; are in any way concerned or interested, financially or otherwise, in passing the above resolutions.

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The above statement is to considered and construed as disclosures as per the provisions of section 102 of the Companies Act, 2013.

By Order of the Board of Directors of
Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya

Digitally signed by Nipul Hirji Keniya
Date: 2022.11.21 18:30:36 +05'30'

Nipul Hirji Keniya
Managing Director
DIN.:03087659.

Date: November 21, 2022.
Place: Mumbai

Registered Office: 201/Quantum Towers, Ram Baug Lane,
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