To

Dt: 05.09.2026

Listing Compliance Department
BSE Limited
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400 001
Scrip Code: 543211

Manager,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex- Bandra (E),
Mumbai-400051

NSE Symbol: BONLON

Sub: Notice of 29th Annual General Meeting, Closure of Register of Members and Share Transfer Books and Information regarding E-voting facility

Dear Sir/Ma'am,

This is to inform you that the 29th Annual General Meeting of the members of the Company Will be held on Tuesday, 29th September, 2026 at 02:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means (""OAVM"), to transact the business(s) as specified in AGM Notice, pursuant to circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI). We are enclosing herewith Notice of 29th Annual General Meeting of the Company.

In terms of Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to section 91 of the Companies Act, 2013, as amended from time to time, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th September 2026 to Tuesday, 29th September 2026 (both days inclusive) for the purpose of the 29th Annual General Meeting of the Company to be held on Tuesday, 29th September, 2026 at 02:00 P.M. (IST) through Video Conferencing ("vc") / Other Audio-Visual Means ("OAVM").

Further, Pursuant to Section 108 of the Companies Act 2013 and Rule 20 of The Companies (Management and Administration) Rules, 2014, the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide remote e-voting facility to its Members enabling them to cast their vote for all the resolutions as set in the Annual General Meeting Notice provided by the NSDL. The e-voting period commences on Saturday, 26th September, 2026 at 9:00 A.M. (IST) and ends on Monday, 28th September, 2026 at 5:00 P.M. (IST) (both days inclusive).

ARUN KUMAR JAIN Digitally signed by ARUN KUMAR JAIN

Further, e-voting facility shall also be available at the AGM and will also be provided by the NSDL. The members who have already cast their vote through remote e-voting prior to the AGM may also attend the AGM through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") but shall not be entitled to cast their vote at the AGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on 'cut-off date' i.e. Wednesday, 23rd September 2026.

This is for your kind information and record please.

Thanking You,

Yours Truly,
For BONLON INDUSTRIES LIMITED

ARUN KUMAR JAIN Digitally signed by ARUN KUMAR JAIN

(ARUN KUMAR JAIN)
MANAGING DIRECTOR
DIN: 00438324

R/o: 7A/39 (12- First Floor), WEA Channa Market, Karol Bagh, New Delhi - 110005 Phone: 011-47532792
Fax: 011-47532798, E-mail: smitaglobal2001@yahoo.com, info@bonlonindustries.com www.bonlonindustries.com
Works: G1/663, RIICO Indl. Area, Bhiwadi, Distt. Alwar, (Rajasthan), Ph: 08955097125
Godown (Delhi): 488-D1, Dilshad Garden, Shahadra, Delhi-110095 Ph: 09540007429

BONLON INDUSTRIES LIMITED
Regd. Office: 7A/39 (12-F.F.), W.E.A. Channa Market, Karol Bagh, New Delhi – 110005
Ph: 011-47532792, Fax: 011-47532798, E-mail: cs@bonlonindustries.com
CIN: L27108DL1998PLC097397

NOTICE

29TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BONLON INDUSTRIES LIMITED WILL BE HELD ON TUESDAY, THE 29TH DAY OF SEPTEMBER, 2026 AT 02:00 P.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 7A/39 (12 FIRST FLOOR), WEA CHANNA MARKET, KAROL BAGH, NEW DELHI -110005.

ORDINARY BUISNESS:

1. **To consider and adopt:**

a) the audited standalone financial statements of the company for the financial year ended March 31, 2026 along with the reports of the Board of Directors and Auditors thereon; and

b) the audited consolidated financial statements of the company for the financial year ended March 31, 2026 and the report of Auditors thereon.

in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an **ordinary resolution**:

a) **"RESOLVED THAT** the audited standalone financial statements of the company for the financial year ended March 31, 2026 along with the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

b) **"RESOLVED THAT** the audited consolidated financial statements of the company for the financial year ended March 31, 2026, along with the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. **To re-appoint Mr. Arun Kumar Jain (Holding DIN: 00438324), Director of the Company, who retires by rotation and being eligible offers himself for re-appointment as Director of the Company.**

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

"RESOLVED THAT pursuant to the provision of Section 152 of the Companies Act, 2013, Mr. Arun Kumar Jain (DIN: 00438324), who retires by rotation at this meeting and being eligible, has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. To approve the remuneration of Mr. Arun Kumar Jain (DIN: 00438324) and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, on the recommendations of Nomination & Remuneration Committee and the Board of Directors, consent of shareholders of the Company be and is hereby accorded to pay the remuneration to Mr. Arun Kumar Jain (DIN: 00438324), Managing Director of the Company, upto Rs. 1,00,00,000/- (Rs. One Crore Only) per annum, as mentioned in the explanatory statement annexed to this notice with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the remuneration as it may deem fit within this maximum limit approved hereinabove, for remaining term of his appointment as Managing Director, which is ending on September 28, 2028.

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of loss or inadequacy of profits, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Arun Kumar Jain, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT pursuant to section 197(1)(i) of the Companies Act, 2013, the remuneration to Mr. Arun Kumar Jain, may be paid over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be applicable.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and other applicable provisions, if any, remuneration shall be payable to Mr. Arun Kumar Jain, who is promoter and executive director, notwithstanding:

a) the annual remuneration payable to him exceeding 5 Crore or 2.5 percent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher, or

b) the aggregate annual remuneration of all the Executive Directors exceeds 5 percent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

4. To approve the remuneration of Mr. Rajat Jain (DIN: 00438444) and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, on the recommendations of Nomination & Remuneration Committee and the Board of Directors, consent of shareholders of the Company be and is hereby accorded to pay the remuneration to Mr. Rajat Jain (DIN: 00438444), Whole Time Director of the Company, upto Rs. 50,00,000/- (Rs. Fifty Lakh Only) per annum, as mentioned in the explanatory statement annexed to this notice with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the remuneration as it may deem fit within this maximum limit approved hereinabove, for remaining term of his appointment as Whole TIme Director, which is ending on February 13, 2029.

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of loss or inadequacy of profits, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Rajat Jain, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT pursuant to section 197(1)(i) of the Companies Act, 2013, the remuneration to Mr. Rajat Jain, may be paid over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be applicable.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution."

5. To increase the authorized share capital of the company and consequent amendment in the capital clause (clause v) of memorandum of association of the company and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an ***Ordinary resolution*:**

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 15, 61, & 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 35,00,00,000 (Rupees Thirty Five Crores Only) divided into 3,50,00,000 (Three Crores and Fifty Lakhs Only) equity shares of face value of Rs.10/- (Rupees Ten Only) to Rs. 50,00,00,000 (Rupees Fifty Crores Only) consisting of 5,00,00,000 (Five Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V:

"The Authorised Shares Capital of the Company is Rs. 50,00,00,000 (Rupees Fifty Crores Only) consisting of 5,00,00,000 (Five Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution) and/or the Company Secretary of the Company, be and is hereby severally authorized to take such steps as may be necessary and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution(s), on behalf of the Company."

6. To approve Material Related Party Transaction(S) and in this regard and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (Act), read with Rule 15 of the Companies

(Meetings of Board and its Powers) Rules, 2014 as amended till date, and other applicable Rules, if any, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Company's policy on Related Party Transactions, the approval of shareholders be and is hereby accorded to ratify and/or approve all contract(s)/ arrangement(s)/ transaction(s) entered and/or to be entered with related parties i) Asier Metals Private Limited, (ii) Bon Lon Private Limited, (iii) Bon-Lon Securities Limited, (iv) Harshit Finvest Private Limited, within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provided that the value of all such transactions entered and/or to be entered shall not exceed

Name of the party	Amount
Asier Metals Private Limited	Rs. 300 Crores
Bon Lon Private Limited	Rs. 100 Crores
Bon-Lon Securities Limited	Rs. 100 Crores
Harshit Finvest Private Limited	Rs. 100 Crores

at any time from the conclusion of ensuing 29th Annual General Meeting of the Company to the conclusion of 30th Annual General Meeting of the Company to be held in year 2027, on such term(s) and condition(s) as the Board of Directors may deem fit.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to the Audit Committee of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

7. To Ratify Cost Auditors' Remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an ***Ordinary Resolution***:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs. 1,00,000/- (Rupees One Lakh only) plus Goods and Service Tax, per annum, payable to M/s Goyal, Goyal & Associates, Cost Accountants (Firm Registration No. 000100), who has been appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the Financial Year 2026-2027, as approved by the Board of Directors of the Company on recommendation of the Audit Committee, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the company [which expression shall include any Committee thereof or any other person(s) as may be authorised by the Board in this regard], be and is hereby authorised to undertake and execute all such acts, deeds, matters and things as they may deem necessary, proper and/or expedient, to apply for requisite approval(s) of the statutory or regulatory authorities, as may be required, to carry out all requisite, incidental, consequential steps and to settle any question, difficulty or doubt that may arise in order to give full effect to this resolution."

By Order of the Board of Directors
For, Bonlon Industries Limited

Date: September 04, 2026
Place: New Delhi

sd/-
(Arun Kumar Jain)
Managing Director
DIN: 00438324

NOTES:

The Register of Members and the Share Transfer books of the Company will remain closed from, Thursday, 24th September, 2026 to Tuesday, 29th September, 2026 (both days inclusive).

1. **Meeting through VC/OAVM:**
MCA has vide its General Circulars No. (i) 14/2020 dated April 8, 2020, (ii) 17/2020 dated April 13, 2020, (iii) 20/2020 dated May 5, 2020, (iv) 10/2022 dated December 28, 2022, (v) 09/2023 dated September 25, 2023, (vi) 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard the latest being (vii) 3/2025 dated September 22, 2025 ("MCA Circulars") and SEBI vide its circulars No. (i) SEBI/ HO/ CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, subsequent circulars issued in this regard the latest being SEBI/ HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circulars") permitted the holding of the Annual General Meeting through VC/ OAVM, without the physical presence of a Shareholder at a common venue. In compliance with the provisions of the Act, the SEBI Listing Regulations, the MCA Circulars and the SEBI Circulars, the 29th AGM of the Company is being held through VC/OAVM on Tuesday, September 29, 2026, at 02:00 PM. The deemed venue for the AGM will be the Registered Office of the Company.

2. **SINCE THIS AGM IS BEING HELD THROUGH VC/OAVM PURSUANT TO THE MCA CIRCULARS & SEBI CIRCULARS, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF SHAREHOLDER AT A COMMON VENUE HAS BEEN DISPENSED WITH, ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE SHAREHOLDER UNDER SECTION 105 OF THE COMPANIES ACT, 2013 AND SS II, WILL NOT BE AVAILABLE FOR THE 29TH AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

3. An explanatory statement pursuant to Section 102 of the Act, in respect of the Special Business set out in the Notice, is annexed hereto. Additional information as required under Secretarial Standard-II and Regulation 36(3) of Listing Regulations pertaining to the Directors proposed to be appointed/ reappointed at this AGM is annexed forming part of this notice.

4. In terms of the provisions of Section 152 of the Act, Mr. Arun Kumar Jain, Director of the Company, retire by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commend his re-appointments.

   Mr. Arun Kumar Jain, Directors of the Company, is interested in the Ordinary Resolution set out at Item Nos. 2, of the Notice with regard to her re-appointment.

The relatives of Mr. Arun Kumar Jain may be deemed to be interested in the resolutions set out at Item Nos. 2 of the Notice, to the extent of their shareholding, if any, in the Company.
Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 2 of the Notice.

5. Details of Directors retiring by rotation / seeking re-appointment at this Meeting are provided in the "Annexure" to the Notice

6. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

7. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

8. Institutional Investors, who are Members of the Company, are encouraged to attend the 29th AGM through VC/OA VM mode and vote electronically. Corporate Members intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OA VM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at cssanjeevdabas@gmail.com with a copy marked to evoting@nsdl.co.in & cs@bonlonindustries.com.

9. The attendance of the Members attending the AGM through VC/OAVM will be counted or the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through

electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

11. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Additionally, in accordance with the regulation 36(1)(b) of the Listing Regulations, the company is also sending a letter to member whose email IDs are not registered with company RTA/DP providing the web link of the company's website for accessing the annual report for the FY 2025-26. Members who intend to receive physical copy of Annual Report may send E-mail to cs@bonlonindustries.com. Members may note that the Notice and Annual Report for the financial year 2025-26 will also be available on the Company's website at www.bonlonindustries.com, websites of the BSE Limited, www.bseindia.com, website of National Stock Exchange of India at www.nseindia.com and on the website of National Securities Depository Limited (NSDL), www.evoting.nsdl.com.

12. Further, those members who have not registered their email address and in consequence could not be served the Annual Report for the Financial Year 2025-26 and Notice of 29th Annual General Meeting, may temporarily get themselves registered with RTA of the Company Bigshare Services Private Limited, by clicking the link: **www.bigshareonline.com/ForInvestor.aspx** for receiving the same. Members are requested to support our commitment to environment protection by choosing to receive the Company's communication through e-mail going forward.

13. The Company has fixed the cut- off date of **Friday, 28th August, 2026** for determining the entitlement of shareholders to receive Annual Report of the Financial Year 2025-26.

14. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and the Share Transfer books of the Company will remain closed from Thursday, 24th September, 2026 to Tuesday, 29th September, 2026 (both days inclusive).

15. Members who have not registered / updated their email addresses with Bigshares Services Private Limited, are requested to do so for receiving all future communications from company including Annual Reports, Notices, Circulars etc. electronically.

16. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to Bigshares Services Private Limited, Registrar & Share Transfer Agent of the company quoting their Folio number.

17. Members are requested to notify immediately about any change in their postal address/ e-mail address/ bank details to their Depository Participant (DP) in respect of their shareholding in Demat mode and in respect of their physical shareholding to the Company's Registrar and Share Transfer Agent viz. M/s Bigshare Services Private Ltd having its office at Unit No. 526, Astralis Supernova Sector94,NoidaExpressway Noida, District Gautam Buddha Nagar Uttar Pradesh – 201301although 100% paid capital of the Company as on date of this notice is in de-mat form.

18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, accordingly, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company (although 100% of paid up capital of the Company is in de-mat form as on date of this notice).

19. In all correspondences with the Company, members are requested to quote their account/folio numbers and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID No(s).

20. Members desirous of obtaining any information/ clarification concerning the Financial Statements for the Financial Year ended March 31, 2026, of the Company, may send their queries in writing at least seven days before the Annual General Meeting to the Company Secretary at the registered office of the Company or at e-mail id: cs@bonlonindustries.com.

21. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic/Demat form, the nomination form may be filed with the respective Depository Participant.

22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the shareholder 29th ANNUAL REPORT 2025-26 during the AGM. All documents referred to in the Notice or Explanatory statement will also be available for inspection without any fee by the shareholder from the date of circulation of this Notice up to the date of AGM, (i.e. Tuesday, September 29, 2026). Shareholder seeking to inspect such documents can send an email to cs@bonlongroup.com .

23. 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. Members 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.

24. In compliance with Section 108 of the Companies Act, 2013, and Rule 20 of the Companies (Management and Administration) Rules, 2014 as may be amended from time to time, Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and the Secretarial Standard on General Meeting issued by Institute of Company Secretaries of India, the Company is pleased to provide E-Voting facility to the Members of the Company to exercise their right to vote at the 29th Annual General Meeting (AGM) by electronic means (remote e-voting) in respect of the resolutions contained in this notice and the business may be transacted through e-voting services provided by NSDL.

    The facility for voting, through electronic voting system on the resolution(s) shall also be made available at the AGM and members attending the meeting through VC/OAVM who have not already cast their vote on the resolution(s) by remote e-voting shall be able to exercise their right to vote on such resolution(s) at the meeting.

    I. The Members who have already cast their vote by remote e-voting prior to the AGM would be entitled to attend the AGM through VC / OAVM but shall not be entitled to vote on such resolution(s) at the meeting.

    II. The Remote e-voting period commences from **9.00 a.m. on Saturday, 26th September, 2026 and ends at 5.00 p.m. on Monday, 28th September, 2026**. During this period, the members of the company, holding shares either in physical form or in demat form, as on the **cut-off date of Wednesday, 23rd September, 2026** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again.

    III. The cut-off date for determining the eligibility of shareholders to exercise remote E-Voting rights and attendance at 29th Annual General Meeting (AGM) **is Wednesday 23rd September, 2026.** A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date, shall be entitled to avail the facility of E-Voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

    IV. The Board of Directors of your Company have appointed Mr. Sanjeev Dabas, Practicing Company Secretary as the Scrutinizer for conducting the voting through electronic voting system or through polling paper at the AGM, in fair and transparent manner.

V. The Scrutinizer shall, immediately after the conclusion of voting at the AGM will unblock the votes cast through remote E-Voting in the presence of at least two witnesses not in the employment of the Company and shall submit, not later than 02 (two) working days from the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman, or a person authorised by him in writing who shall countersign the same and declare the result of voting forthwith.

VI. The results of the electronic voting shall be declared to the Stock Exchanges after the conclusion of AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company at www.bonlonindustries.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, September 26, 2026 at 09:00 A.M. and ends on Monday, September 28, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 023rd September 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September 2026.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of	Login Method

shareholdersr	
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the

	meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 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. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

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

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **cssanjeevdabas@gmail.com** with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to **Mr. Narendera Dev** at evoting@nsdl.com

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

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under **“Join meeting”** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@bonlongroup.com. The same will be replied by the company suitably.

6. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective networks.

7. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

8. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance at least Ten days prior to the meeting mentioning their name, Demat account number/folio number, email id, mobile number at cs@bonlonindustries.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance Ten days prior to the meeting mentioning their name, Demat account number/folio number, email id, and mobile number at cs@bonlonindustries.com. These queries will be replied to by the company suitably by email.

9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.

EXPLANATORY STATEMENT

ORDINARY BUSINESS:

ITEM NO. 2:

EXPLANATORY STATEMENT PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS,2015

Details of Directors seeking Appointment/re-appointment at the Annual General Meeting.

Name of Director	Mr. Arun Kumar Jain
Date of Birth	13/10/1958
DIN	00438324
Date of Appointment/ Re-Appointment	Appointed As Managing Director in Annual General Meeting held on September 29, 2023 for a period of 05 (five) years starting from September 29, 2023 to September 28, 2028
Type of Appointment	Managing Director (Liable to Retire by Rotation)
Qualification	Graduate
Expertise in specific functional area	Mr. Arun Kumar Jain has sound knowledge of marketing, extra ordinary management skills and expertise in finance management. He focus on good Corporate Governance.
Directorship held in other listed companies	None
Listed entities from which resigned in past three years	None
Memberships/Chairmanships of Committees of other Companies	Chairman: Nil Membership: Nil
Relationship with other Director/s	Mrs. Smita Jain, Non Executive Director is his spouse.
Number of Shares held in the Company	65,53,278 Equity Shares

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF COMPANIES ACT, 2013 FOR ITEM NO. 3 TO 7 OF THE NOTICE:

SPECIAL BUSINESS:

ITEM NO. 3:

Mr. Arun Kumar Jain was appointed as Managing Director of the Company by the Shareholders of the Company in 26th Annual General Meeting held on 29th September 2023 for a period of five consecutive years starting from 29th September 2023 to 28th September 2028.

But pursuant to Section II of Part II of Schedule V to the Companies Act, 2013, the remuneration payable to Mr. Arun Kumar Jain was approved for a period of three years w.e.f., September 29, 2023 to September 28, 2026. The approval of the Members pursuant to Section 197(1) of the Companies Act, 2013, as amended from time to time, is now sought for the remuneration payable to Mr. Arun Kumar Jain as Managing Director of the Company for the remaining period of his current appointment as Managing Director which is ending on 28th September 2028. The details of his proposed remuneration are set out hereunder:-

Proposed Remuneration of Mr. Arun Kumar Jain: The remuneration payable to Mr. Arun Kumar Jain shall be determined by the Board of Directors of the Company from time to time within the maximum limit of Rs. 1,00,00,000/- (Rs. One Crore Only) Per Annum. This above limit of remuneration shall include the following the following:

a. **Salary:-** Salary include House Rent Allowance, Conveyance Allowance, Bonus, Incentive and any other allowances by whatsoever name is called, as per the Remuneration Policy of the Company.
b. **Other Entitlements/ Perquisites:** As a part of remuneration, he shall also be entitled for following allowances or reimbursements within the maximum cap of Rs. 1,00,00,000/- (Rs. One Crore):

    i) Car Running, Repairs and Insurance
    ii) Telephone / Mobile Phone/Wi-fi Expenses
    iii) Club Membership Fees
    iv) Inland and Foreign travel for Self and family*
    v) Medical Insurance for Self and Family *
    vi) Hospitalization expenses for Self and Family*
    vii) Electricity Bill of Residence
    viii) House Maintenance
    ix) Other benefits, schemes, privileges and amenities in accordance with the Company's practices, rules and regulations in force from time to time.

* Family includes Spouse, Son, Daughters, Son in Laws, Daughters' Children.

Minimum Remuneration in the event of loss or inadequacy of profits of the Company:

Notwithstanding anything to the contrary contained herein, in the event of loss or inadequacy of profits of the Company, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Arun Kumar Jain, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013.

Further pursuant to section 197(1)(i) of the Companies Act, 2013, the remuneration to Mr. Arun Kumar Jain may be paid over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be applicable.

In compliance with provision of Sections 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the terms of appointment and remuneration specified above are now being placed before the Members for their approval as Special Resolution.

Considering the job responsibilities, background, experience, achievements and other criteria and on recommendation of Nomination and Remuneration Committee of the Company, Board of Directors proposed to shareholders to approve the remuneration of Mr. Arun Kumar Jain, Managing Director by passing a Special Resolution in accordance with Section II, Part II of Schedule V of the Companies Act, 2013 as if profits of Company are inadequate.

Details required under Section II, Part II of Schedule V of the Companies Act, 2013 given hereunder:

<table>
<tr><td>I.</td><td>GENERAL INFORMATION</td><td>
➢ Nature of Industry:
The Company is in business of Metals Industry. It trades ferrous and non ferrous metals and manufactures Wires and Cables made of copper and aluminium.

➢ Date of Commencement of Commercial Production:
The Company was incorporated on 24.01.1997 and thereafter started the manufacturing and trading activities.

➢ Financial Performance: (In Lakhs)
<table>
<tr><th>PARTICULARS</th><th>2025-26</th><th>2024-25</th></tr>
<tr><td>Revenue</td><td>65118.48</td><td>62310.18</td></tr>
<tr><td>Expenditure</td><td>64876.26</td><td>61982.78</td></tr>
<tr><td>Profit Before Tax</td><td>403.39</td><td>358.29</td></tr>
<tr><td>Less: Tax</td><td>99.75</td><td>89.23</td></tr>
<tr><td>Net Profit</td><td>303.64</td><td>269.05</td></tr>
</table>
</td></tr>
</table>

		➢ **Foreign Investments & Collaborations:** There is no direct Foreign investment in Company except to the extent share acquired and held by the shareholders from secondary market. There is no foreign collaboration in the Company.
II.	Information about Mr. Arun Kumar Jain	➢ **Back Ground, Recognition Mr. Arun Kumar Jain** is 68 years old. He is Graduate in Art stream from Delhi University. He got engaged in business activities just after his graduation and joined his family business with his father. He has been very active throughout his professional career. He started his own business of stainless steel in early 80's. In 1997, he started and expanded his business activities with entrance in the field of ferrous and non-ferrous metals mainly copper & aluminium. Due to his aggressive, dynamic and competitive business approach, he has been able to establish and expand his business in Delhi as well as in the entire India and many other Countries. He has a vast experience of more than four decades. He has visited many countries in search of new business opportunities. Currently, Mr. Arun Kumar Jain is also a Chairman of Vaish Co-operative Adarsh Bank Limited. ➢ **<u>Past Remuneration:</u>** Presently, Mr. Arun Kumar Jain is drawing remuneration pursuant to the Board Resolution passed on 30th March 2026 within the maximum remuneration limit approved by the Shareholders through Special Resolution passed in 26th AGM held on 29th September 2023. Accordingly, from April 01, 2026, Mr. Arun Kumar Jain is drawing the remuneration of Rs. 5 Lakh per month along with other allowance and benefits. **<u>Proposed Remuneration of Mr. Arun Kumar Jain:</u>** The remuneration payable to Mr. Arun Kumar Jain shall be determined by the Board of Directors of the Company from time to time within the maximum limit of Rs. 1,00,00,000/- (Rs. One Crore Only) Per Annum. This above limit of remuneration shall include the following the following: a. **Salary:-** Salary include House Rent Allowance, Conveyance Allowance, Bonus, Incentive and any other allowances by whatsoever name is called, as per the Remuneration Policy of the Company. b. **Other Entitlements/ Perquisites:** As a part of remuneration, he shall also be entitled for following allowances or reimbursements within the maximum cap of Rs.

		1,00,00,000/- (Rs. One Crore): **i)** Car Running, Repairs and Insurance **ii)** Telephone / Mobile Phone/Wi-fi Expenses **iii)** Club Membership Fees **iv)** Inland and Foreign travel for Self and family* **v)** Medical Insurance for Self and Family * **vi)** Hospitalization expenses for Self and Family* **vii)** Electricity Bill of Residence **viii)** House Maintenance **ix)** Other benefits, schemes, privileges and amenities in accordance with the Company's practices, rules and regulations in force from time to time. * Family includes Spouse, Son, Daughters, Son in Laws, Daughters' Children. ➢ **<u>COMPARATIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRY, SIZE OF THE COMPANY, PROFILE OF THE POSITION AND PERSON (IN CASE OF EXPATRIATES THE RELEVANT DETAILS WOULD BE WITH RESPECT TO THE COUNTRY OF HIS ORIGIN)</u>** Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Mr. Arun Kumar Jain, the remuneration proposed to be paid is commensurate with the remuneration packages paid to his similar counterparts in other companies. ➢ **<u>Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:</u>** -Mr. Arun Kumar Jain is promoter of the Company and holds 40 % shares. -His wife Mrs. Smita Jain is also a Non Executive Director of the Company. –Mr. Ankit Gupta, CFO of the Company is his Son in Law.
III.	OTHER INFORMATION	The Company is installing one more plant for manufacturing of High Tension Wires and Cable with manufacturing capacity of Approx. 10,000 Kilometer per annum.

		The Company will do all efforts to increase the profits in coming future.
IV	Disclosures:	Additional information is given in Corporate Governance Report.

Remuneration of Executive Director who is promoter also: As per Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

(i) the annual remuneration payable to such executive director exceeds Rs. 5 Crore or 2.5 per cent of the net profits of the listed entity calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher; or

(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity.

Mr. Arun Kumar Jain is an executive Director and promoter of the Company. The proposed remuneration of Mr. Arun Kumar Jain may be in excess of 2.5% of the net profits of the Company.

EXPLANATORY STATEMENT PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS,2015

Details of Directors seeking Appointment/re-appointment at the Annual General Meeting.

Name of Director	Mr. Arun Kumar Jain
Date of Birth	13/10/1958
DIN	00438324
Date of Appointment/ Re-Appointment	Appointed As Managing Director in Annual General Meeting held on September 29, 2023 for a period of 05 (five) years starting from September 29, 2023 to September 28, 2028
Type of Appointment	Managing Director (Liable to Retire by Rotation)
Qualification	Graduate
Expertise in specific functional area	Mr. Arun Kumar Jain has sound knowledge of marketing, extra ordinary management skills and expertise in finance management. He focus on good Corporate Governance.
Directorship held in other listed companies	None
Listed entities from which resigned in past three years	None

Memberships/Chairmanships of Committees of other Companies	Chairman: Nil Membership: Nil
Relationship with other Director/s	Mrs. Smita Jain, Non Executive Director is his spouse.
Number of Shares held in the Company	65,53,278 Equity Shares

The Board recommends to the shareholders of the Company to pass the resolution set out at Item No. 3 as a Special Resolution.

None of the Directors or KMP and their relatives except Mr. Arun Kumar Jain, Mrs. Smita Jain, Mr. Ankit Gupta and their relatives, is concerned or interested, financially or otherwise in resolution to be passed in Item no. 3 except to the extent of equity shares held by them in the Company.

ITEM NO. 4:

Mr. Rajat Jain (DIN: 00438444) was appointed as Whole Time Director of the Company by the Shareholders of the Company through Postal Ballot on May 12, 2024 for a period of 05 (five) years effective from February 14, 2024 to February 13, 2029.

But pursuant to Section II of Part II of Schedule V to the Companies Act, 2013, the remuneration payable to Mr. Rajat Jain was approved for a period of three years w.e.f., February 14, 2024 to February 13, 2027. The approval of the Members pursuant to Section 197(1) of the Companies Act, 2013, as amended from time to time, is now sought for the remuneration payable to Mr. Rajat Jain as Whole Time Director of the Company for the remaining period of his appointment as Whole Time Director of the Company which is ending on February 13, 2029. The details of his proposed remuneration are set out hereunder:-

Remuneration: The remuneration payable to Mr. Rajat Jain shall be determined by the Board of Directors of the Company from time to time within the maximum limit of Rs. 50,00,000/- (Rs. Fifty Lakh Only) Per Annum. This above limit of remuneration shall include the following the following:

a. **Salary:-** Salary include House Rent Allowance, Conveyance Allowance, Bonus, Incentive and any other allowances by whatsoever name is called, as per the Remuneration Policy of the Company.

b. **Other Entitlements/ Perquisites:** As a part of remuneration, he shall also be entitled for following allowances or reimbursements within the maximum cap of Rs. 50,00,000/- (Rs. Fifty Lakh Only):

i) Car Running, Repairs and Insurance
ii) Telephone / Mobile Phone/Wi-fi Expenses
iii) Inland and Foreign travelling
iv) Medical Insurance for Self and Family
v) Hospitalization expenses for Self and Family
vi) Other benefits, schemes, privileges and amenities in accordance with the Company's practices, rules and regulations in force from time to time.

Minimum Remuneration in the event of loss or inadequacy of profits of the Company:

Notwithstanding anything to the contrary contained herein, in the event of loss or inadequacy of profits of the Company, in any financial year, the Board of Directors of the Company may sanction the minimum remuneration payable to Mr. Rajat Jain, over and above the limits specified under section 197 of the Companies Act, 2013, within the maximum limits prescribed under sub-section II(A) of the part II of Schedule V of the Companies Act, 2013.

Further pursuant to section 197(1)(i) of the Companies Act, 2013, the remuneration to Mr. Rajat Jain may be paid over and above the limits of 5% and/or 10% of the net profits of the company, as the case may be applicable.

In compliance with provision of Sections 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the terms of appointment and remuneration specified above are now being placed before the Members for their approval as Special Resolution.

Considering the job responsibilities, background, experience, achievements and other criteria and on recommendation of Nomination and Remuneration Committee of the Company, Board of Directors proposed to shareholders to approve the remuneration of Mr. Rajat Jain, Whole Time Director by passing a Special Resolution in accordance with Section II, Part II of Schedule V of the Companies Act, 2013 as if profits of Company are inadequate.

Details required under Section II, Part II of Schedule V of the Companies Act, 2013 given hereunder:

I.	GENERAL INFORMATION	➢ **Nature of Industry:** The Company is in business of Metals Industry. It trades ferrous and non ferrous metals and manufactures Wires and Cables made of copper and aluminium. ➢ **Date of Commencement of Commercial Production:** The Company was incorporated on 24.01.1997 and thereafter started the manufacturing and trading activities.

➢ **Financial Performance:** *(In Lakhs)*

PARTICULARS	2025-26	2024-25
Revenue	65118.48	62310.18
Expenditure	64876.26	61982.78
Profit Before Tax	**403.39**	**358.29**
Less: **Tax**	99.75	89.23
Net Profit	**303.64**	**269.05**

➢ **Foreign Investments & Collaborations:**
There is no direct Foreign investment in Company except to the extent share acquired and held by the shareholders from secondary market. There is no foreign collaboration in the Company.

II. Information about Mr. Rajat Jain

➢ **Back Ground, Recognition** Mr. Rajat Jain, aged 50 years. He is a Commerce background in education. He has entered into business during his schooling and has a vast experience of more than Thirty years. He has knowledge of sales, production, finance and departmental liasioning. He is managing all procurement, production and sales activities of the Company concerned to the Manufacturing plants at Bhiwadi Branch of the Company.

➢ **Past Remuneration:** Presently, Mr. Rajat Jain is drawing remuneration pursuant to the Board Resolution passed on 14th February 2024 within the maximum remuneration limit approved by the Shareholders through Special Resolution passed on May 12, 2024 through Postal Ballot. He is drawing Rs. 01 Lakh per month along with other allowance and benefits.

➢ **Proposed Remuneration:**
The remuneration payable to Mr. Rajat Jain shall be determined by the Board of Directors of the Company from time to time within the maximum limit of Rs. 50,00,000/- (Rs. Fifty Lakh Only) Per Annum. This above limit of remuneration shall include the following the following:

		a. **Salary:-** Salary include House Rent Allowance, Conveyance Allowance, Bonus, Incentive and any other allowances by whatsoever name is called, as per the Remuneration Policy of the Company. b. **Other Entitlements/ Perquisites:** As a part of remuneration, he shall also be entitled for following allowances or reimbursements within the maximum cap of Rs. 50,00,000/- (Rs. Fifty Lakh Only): **i)** Car Running, Repairs and Insurance **ii)** Telephone / Mobile Phone/Wi-fi Expenses **iii)** Inland and Foreign travelling **iv)** Medical Insurance for Self and Family **v)** Hospitalization expenses for Self and Family **vi)** Other benefits, schemes, privileges and amenities in accordance with the Company's practices, rules and regulations in force from time to time. ➢ **COMPARATIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRY, SIZE OF THE COMPANY, PROFILE OF THE POSITION AND PERSON (IN CASE OF EXPATRIATES THE RELEVANT DETAILS WOULD BE WITH RESPECT TO THE COUNTRY OF HIS ORIGIN)** Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Mr. Rajat Jain, the remuneration proposed to be paid is commensurate with the remuneration packages paid to his similar counterparts in other companies. ➢ **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:** No Relationship
III.	OTHER INFORMATION	The Company is installing one more plant for manufacturing of High Tension Wires and Cable with manufacturing capacity of Approx. 10,000 Kilometer per annum. The Company will do all efforts to increase the profits in coming future.
IV	Disclosures:	Additional information is given in Corporate Governance Report.

EXPLANATORY STATEMENT PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS,2015

Details of Directors seeking Appointment/re-appointment through Postal Ballot.

Name of Director	Mr. Rajat Jain
Date of Birth	02/05/1976
DIN	00438444
Date of Appointment/ Re- Appointment	Appointed as Whole Time Directors w.e.f. 14-02-2024 for a period of 05 years
Type of Appointment	Liable to Retire by Rotation
Qualification	B.Com (2nd Year)
Expertise in specific functional area	Mr. Rajat Jain has sound knowledge of Procurement, production, Sales, finance and departmental liasioning.
Directorship held in other listed entities	Nil
Listed entities from which resigned in past three years	Nil
Memberships/Chairmanships of Committees of other Companies	Chairman: Nil Membership: Nil
Relationship with other Directors	No
Number of Shares held in the Company	36,960 Equity Shares

The Board recommended the shareholders to pass the resolution set out at Item No. 4 as a Special Resolution.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Mr. Rajat Jain, is concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding in the Company.

ITEM NO.5:

Presently the Company has authorized share capital of Rs. 35,00,00,000 (Rupees Thirty Five Crores Only) consisting of 3,50,00,000 (Three Crores and Fifty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each and paid up share capital of Rs. 16,38,33,580 (Rupees Sixteen Crores Thirty Eight Lakh Thirty Three Lakh Five Hundred Eighty Only) consisting of 1,63,83,358 (One Crores and Sixty Three Lakhs Eighty Three Thousand

Three Hundred Fifty Eight Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each. The balance available authorized capital to issue further equity shares is only Rs. 18,61,66,420/- (Rupees Eighteen Crores Sixty One Lakh Sixty Six Thousand Four Hundred Twenty Only) consisting of 1,86,16,642 (One Crore Eighty Six Lakh Sixteen Thousand Six Hundred Forty Two Only Equity Shares of Rs. 10/- (Rupees Ten Only) Each.

Further, with reference to the allotment of 1,20,55,000 warrants by Board of Directors in their Meeting held on 09th October 2025; only 22,00,000 warrants have been converted into equity shares and still 98,55,000 warrants are pending to convert and additionally the Board of Directors have approved in their meeting held on 14th August 2026 to raise funds of Rs. 49.75 Crores through Right Issue of equity shares. Considering both of these allotment of equity shares in coming future, the Company will be required additional Authorized Capital and therefore it is proposed to increase the Authorised Share Capital as per applicable provisions of the Companies Act, 2013 and its corresponding rules, amendments thereof.

It is proposed to increase the Authorised Share Capital of the Company from existing Rs. Rs. 35,00,00,000 (Rupees Thirty Five Crores Only) consisting of 3,50,00,000 (Three Crores and Fifty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 50,00,00,000 (Rupees Fifty Crores Only) consisting of 5,00,00,000 (Five Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association and pursuant to Section 13, 15 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Board of Directors recommends the resolution at item no. 5 to be passed as Ordinary Resolution.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 5 above, except to the extent of their shareholding, if any.

ITEM NO. 6:

The Company is engaged in Business of Trading of Ferrous & Non- Ferrous Metals. The related parties M/s Asier Metals Private Limited is engaged in business of trading of Ferrous & Non- Ferrous Metals. Three related parties, M/s Bon Lon Private Limited, M/s Bon- Lon Securities Limited and M/s Harshit Finvest Private Limited are registered Non Banking Finance Companies “NBFC/ NBFC’s”.

So, during the normal course of business, the Company has to enter various transactions with related parties M/s Asier Metals Private Limited, M/s Bon Lon Private Limited, M/s Bon- Lon Securities Limited and M/s Harshit Finvest Private Limited including sale, purchase, job work, services and also for short term working capital requirement.

Pursuant to Section 188 of Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, a Company has to take approval of shareholders if transactions entered or to entered has exceeds the specified limit.

Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, which is called material related party transactions, the Company has to take the approval of shareholders.

Hence, approval of the shareholders is being sought as ordinary resolution to ratify and/or approve all contract(s)/ arrangement(s)/ transaction(s) entered and/or to be entered with above mentioned related parties.

The aggregate value of transaction(s) with aforesaid parties may exceed the said threshold limits as prescribed under Pursuant to Section 188 of Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period starting from the conclusion of 29th AGM to the conclusion of 30th AGM.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, particulars of the transactions with M/s Bonlon Industries Limited are as follows:

Name of the Related Party	**Asier Metals Private Limited**
Name of the director or key managerial personnel who is related, if any	Mr. Arun Kumar Jain
Nature of relationship	Mr. Arun Kumar Jain is Director and Shareholder of M/s Asier Metals Private Limited Mr. Arun Kumar Jain holds 50% shareholding in Asier Metals Private Limited.
Nature, material terms, monetary value and particulars of the contract or arrangements	Sale, Purchase or Supply of any Goods or Material, Job Work, Short Term funding for working capital requirements by or to and any other transaction(s).

Any other information relevant or important for the members to take a decision on the proposed resolution.	All transactions take place in normal course of business and according to market conditions, Company's requirements.

Name of the Related Party	**Bon Lon Private Limited**
Name of the director or key managerial personnel who is related, if any	Mr. Arun Kumar Jain Mrs. Smita Jain
Nature of relationship	Mr. Arun Kumar Jain and Mrs. Smita Jain are Shareholder of M/s Bon Lon Private Limited. Threir daughter Ms. Swatika Jain is Directors of M/s Bon Lon Private Limited. M/s Bon Lon Private Limited is also a member of Promoter Group of the Company.
Nature, material terms, monetary value and particulars of the contract or arrangements	Short Term funding for working capital requirements by or to and any other transaction(s).
Any other information relevant or important for the members to take a decision on the proposed resolution.	All transactions take place in normal course of business and according to market conditions, Company's requirements.

Name of the Related Party	**Bon-Lon Securities Limited**
Name of the director or key managerial personnel who is related, if any	Mr. Arun Kumar Jain Mrs. Smita Jain
Nature of relationship	Mr. Arun Kumar Jain and Mrs. Smita Jain are Shareholders of M/s Bon-Lon Securities Limited. M/s Bon Lon Securities Limited is also a member of Promoter Group of the Company.
Nature, material terms, monetary value and particulars of the contract or arrangements	Short Term funding for working capital requirements by or to and any other transaction(s).
Any other information relevant or important for the members to take a	All transactions take place in normal course of business and according to market conditions, Company's requirements.

decision on the proposed resolution.	

Name of the Related Party	**Harshit Finvest Private Limited**
Name of the director or key managerial personnel who is related, if any	Mr. Arun Kumar Jain Mrs. Smita Jain
Nature of relationship	Mr. Arun Kumar Jain and Mrs. Smita Jain are Shareholder of M/s Harshit Finvest Private Limited and Mrs. Smita Jain and her son Mr. Harshit Jain are director of M/s Harshit Finvest Private Limited. M/s Harshit Finvest Private Limited is also a member of Promoter Group of the Company.
Nature, material terms, monetary value and particulars of the contract or arrangements	Short Term funding for working capital requirements by or to and any other transaction(s).
Any other information relevant or important for the members to take a decision on the proposed resolution.	All transactions take place in normal course of business and according to market conditions, Company's requirements.

The above transactions are approved by the Audit Committee as per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements), 2015

None of the Directors, Key Managerial Personnel of the Company and their relatives, Except Mr. Arun Kumar Jain and Mrs. Smita Jain and their relatives, is concerned or interested, financially or otherwise, in the Resolution to be passed in the Item no. 6, except to the extent of equity shares held by them in the Company.

ITEM NO. 7:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board of Directors of the Company shall appoint an individual who is a cost accountant in practice or a firm of cost accountants in practice, as cost auditor, on the recommendations of the Audit Committee, which shall also recommend remuneration for such cost auditor. The remuneration recommended by the Audit Committee shall be considered and approved by the Board and ratified subsequently by the shareholders.

In view of the above, the Board of Directors of the Company, on the recommendation of the Audit Committee of Board, at its meeting held on 30th May, 2026 has considered and approved the appointment of M/s Goyal, Goyal & Associates, Cost Accountants (Firm Registration No. 000100) as Cost Auditors of the Company subject to ratification of remuneration by the shareholders for the financial year 2025-26 to conduct audit of cost accounting records for the Company at a remuneration of Rs. 1,00,000/- (Rupees One Lakh only) plus Goods and Service Tax, per annum.

The Board recommends the ordinary resolution set out at Item No. 7 of the Notice for your approval.

None of the Directors and/or Key Managerial Personnel of the Company and any of their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

By Order of the Board of Directors
For, Bonlon Industries Limited

Date: September 04, 2026
Place: New Delhi

sd/-
(Arun Kumar Jain)
Managing Director
DIN: 00438324