01st September 2026

To,
The BSE Limited
Department of Corporate Services Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001 Scrip Code: 539621

To,
The Metropolitan Stock Exchange of India Limited 205(A), 2nd floor, Piramal Agastya Corporate Park, Kamani Junction,
LBS Road, Kurla (West), Mumbai– 400070
MSEI Symbol: BCL

Sub: Outcome of the Meeting of Board of Directors of BCL Enterprises Limited ("the Company") in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

Dear Sir/Ma'am,

With reference to the above captioned subject and in terms of the provisions of Regulation 30 of SEBI LODR Regulations, as amended from time to time, we wish to inform that the Board of Directors of BCL Enterprises Limited ("**the Company**"), at their meeting held today, i.e., **Tuesday, September 01, 2026**, have, inter alia, considered, approved and have taken on record the following items:

1. **Appointment of Internal Auditor**

   On the recommendation of Audit Committee, the Board has approved the appointment of M/s U. Shanker & Associates, Chartered Accountants, as the Internal Auditor of the Company with effect from 01st September 2026, pursuant to Section 138 of the Companies Act, 2013 read with the rules made thereunder, for conducting the Internal Audit of the Company for the Financial Year 2026-27.

   The disclosures as required under Regulation 30 & Schedule III of the SEBI Listing Regulations read with Master Circular Number SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023, last updated on January 30, 2026 is enclosed as ***Annexure – A****.*

2. **Resignation of Mr. Jeevan Rana, Independent Director of the Company**

   Pursuant to Regulation 30 of the SEBI (LODR) Regulation read with Para A of Part A of Schedule III, Board took note of the resignation letter of Mr. Jeevan Singh Rana (DIN: 07017869) Independent Director of the Company, with effect from the closing of business hours on 01st September 2026. Consequently, Mr. Jeevan Singh Rana shall also cease to be a member of the Audit Committee, Nomination and Remuneration Committee, and Stakeholder Responsibility Committee of the Board. The Board has reconstituted these Committees in accordance with applicable regulatory requirements.

   The Board places on record its sincere appreciation for Mr. Jeevan Singh Rana valuable contributions and guidance during his tenure as an Independent Director. The Company has benefitted immensely from his experience, independent judgment, and unwavering commitment.

*The disclosures as required under Regulation 30 & Schedule III of the SEBI Listing Regulations read with Master Circular Number SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023, last updated on January 30, 2026 along with the resignation letter are attached as **Annexure – B**.*

3. **Appointment of Ms. Priya Binani (DIN: 11797268), as Additional Non-Executive Independent Director of the Company:**

In accordance with Section 161, 149 and 150 of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of Nomination and Remuneration Committee, the Board of Director of the company has considered and approved the appointment of Ms. Priya Binani (DIN: 11797268) as an Additional Director (Non-Executive Independent Director) of the Company with effect from 01st September 2026, subject to the approval of shareholders of the company.

*The additional disclosures as required under Regulation 30 & Schedule III of the SEBI Listing Regulations read with Master Circular Number SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023, last updated on January 30, 2026 is enclosed as **Annexure- C.***

4. The Board considered and approved the draft notice convening the 41st Annual General Meeting ("**AGM**") of the members of the Company scheduled to be held on **Monday, September 28, 2026**.

5. The Board has considered and approved the Directors' Report, Management Discussion and Analysis and Corporate Governance Report for the year ended March 31, 2026.

6. The Board fixed the cut off date as Monday, 21st September, 2026 for providing the e-voting services.

7. **Re- Appointment of Mr. Mahendra Kumar Sharda (DIN: 00053042) as the Managing Director of the Company:**

In accordance with Section 196, 197, 198, 203 of the Companies Act, 2013 and applicable Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of Nomination and Remuneration Committee, the Board of Director of the company has considered and approved the re- appointment of Mr. Mahendra Kumar Sharda (DIN:00053042) as the Managing Director of the Company, for a period of 5 (five) years with effect from 01st September, 2026 up to 01st September, 2031, subject to the approval of shareholders of the company.

*The additional disclosures as required under Regulation 30 & Schedule III of the SEBI Listing Regulations read with Master Circular Number SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023, last updated on January 30, 2026 is enclosed as **Annexure- D.***

8. Re- appointment of M/s. GHR & Co, Chartered Accountants (FRN: 132149W) as the statutory auditor of the company for a period of five years, from the conclusion of the 41st annual general meeting until the conclusion of 45th annual general meeting of the company, subject to the approval of the shareholders in the ensuing 41st Annual General Meeting of the Company.

*The required information in compliance with SEBI Circular No. HO/49/14/14(7)2025-CFD POD2/l/3762/2026 dated January 30, 2026 as enclosed as **Annexure- E**.*

9. Pursuant to the provisions of Regulation 6 and 30 read with Part A of Schedule III of SEBI (LODR) Regulations, 2015, the Board considered and approved the appointment of Ms. Rachna Kabthiyal, as the Company Secretary & Compliance Officer of the Company w.e.f. 01st September 2026.

*The required information in compliance with SEBI Circular No. HO/49/14/14(7)2025-CFD POD2/l/3762/2026 dated January 30, 2026 as enclosed as **Annexure- F**.*

10. The Board approved the appointment of a M/s. Tania Anand & Associates, Practicing Company Secretary as the Scrutinizer for Conducting the remote e-voting process and voting during the 41st AGM for the Financial Year 2025- 26 in a fair and transparent manner.

11. The Board considered and approved the proposal of Ms. Sangita (DIN: 06957418) for the re-appointment of Director(s) retiring by rotation at the 41st AGM, for inclusion in the Notice convening the 41st AGM for consideration and approval of the shareholders.

The meeting of the Board of Directors commenced at 04:30 P.M. and concluded at 06:30 P.M.

The above information is also available on the website of the Company at www.bclenterprisesltd.in.

Kindly acknowledge the same and take it on your records.

Yours Faithfully,

BCL Enterprises Limited

OM PRAKASH SAMBHARIA
Digitally signed by OM PRAKASH SAMBHARIA
Date: 2026.09.01 19:19:07 +05'30'

Om Prakash Sambharia
(Director)
DIN: 10088564
Add: Unit No. 213, D Mall, Plot No. A1,
Netaji Subhash Place, Pitampura, Delhi, 110034

Annexure A

Additional disclosure pertaining to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows:

Appointment of Internal Auditors:

Sr. No.	Particulars	Details
1.	**Name of the Auditor**	M/s. U. Shanker & Associates
2.	**Date of appointment & Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~**	Appointment as Internal Auditor of the Company w.e.f. closing of business hours of 01st September 2026
3.	**Brief Profile (in case of appointment)**	M/s. U. Shanker & Associates, Internal Auditor firm registered with Institute of Chartered Accountants of India with firm registration number 014497N. M/s. U. Shanker & Associates, is a professional service provider firm having extensive experience in Internal Audit, Revenue, Statutory, Concurrent and Stock Audit of the Nationalized Banks, and sAccounting/ Investigative Financial Audit, & Legal, Evaluation analytical procedure.
4.	**Disclosure of relationships between directors [in case of appointment of a director)**	Not Applicable

Annexure B

Additional Information in case of resignation of an Independent Director as per Para A(7B) of Part A of Schedule III of SEBI Listing Regulations, 2015:

Sr. No.	Particulars	Details
1.	**Reason for change viz. ~~appointment, re- appointment~~ resignation, ~~removal, death or otherwise~~**	Mr. Jeevan Singh Rana (DIN 07017869) has submitted his resignation as an Independent Director of the Company with effect from closing of business hours on 01st September 2026, due to ongoing health issues and pressing family matters.
2.	**Date of ~~appointment, re-appointment~~ resignation, ~~removal, death or otherwise~~**	Closing of business hours of 01st September 2026
3.	**Brief Profile (in case of appointment)**	Not Applicable
4.	**Disclosure of relationships between directors [in case of appointment of a director)**	Not Applicable
5.	**Letter of resignation along with detailed reasons for resignation**	Attached
6.	**Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.**	Nil
7.	**The Independent Director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.**	Mr. Jeevan Singh Rana has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.

RESIGNATION LETTER

01st September 2026

To ,
The Board of Directors,
BCL Enterprises Limited,
Unit No. 213, D Mall, Plot No. A1,
Netaji Subhash Place, Pitampura, Delhi, 110034

Sub: Resignation from the Board of Directors ("Board") of BCL Enterprises Limited ("the Company")

Dear Board,

I Jeevan Rana (DIN: 07017869), hereby tender my resignation from the position of Independent Director from the Board of BCL Enterprises Limited, from closing of business hours of 01st September 2026 due to ongoing health issues and pressing family matters that have required my absolute and undivided attention.

I hereby confirm that there are no circumstances or material reasons for my resignation other than those stated in this letter.

I take this opportunity to convey my sincere appreciation to the Board, the management team, and all stakeholders for the trust and cooperation extended to me during my association with the Company. It has been a rewarding experience to contribute to the Company's governance framework and strategic initiatives.

Further, I request the Board to kindly take note of the resignation and undertake all necessary actions, filings, and disclosures as may be required under the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

I extend my best wishes to the Company, its Board, management, and employees for continued success and growth in the years ahead.

Thanking You,
Yours Faithfully,

Jeevan Singh

Jeevan Singh Rana
Independent Director
DIN: 07017869

Annexure C

Additional disclosure pertaining to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows:

Appointment of Independent Director:

Sr. No.	Particulars	Details
1.	**Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~**	Ms. Priya Binani (DIN: 11797268), appointed Independent Director of the Company.
2.	**Date of Appointment**	01st September 2026
3.	**Brief Profile (in case of appointment)**	Ms. Priya Binani is practicing company secretary and Founder of M/s Priya Binani & Associates. She possess strong expertise in corporate secretarial functions, regulatory compliance, and due diligence. Proficient in corporate compliances and had in depth understanding of the corporate laws and the other allied laws of the Industry. Her professional background enables her to contribute effectively to policy formulation, risk management, and governance review processes. She demonstrates a sound understanding of fiduciary duties and consistently supports the Board in upholding high standards of corporate governance and ethical business practices. She is known for her strong analytical skills, attention to detail, and professional integrity, and is expected to add value to the Board.
4.	**Disclosure of relationships between directors [in case of appointment of a director)**	Not Applicable

Annexure D

<u>Additional disclosure pertaining to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows:</u>

<u>Re- Appointment of Managing Director:</u>

Sr. No.	**Particulars**	**Details**
1.	**Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~**	Re-appointment of Mr. Mahendra Kumar Sharda (DIN:00053042) as Managing Director of the Company for another term of Five years w.e.f. 01st September, 2026 up to 01st September, 2031 has been recommended to shareholders for approval.
2.	**Date of Appointment**	The Board at its Meeting held on 01st September 2026 approved and recommend the re-appointment of Mahendra Kumar Sharda as Managing Director of the Company. Term of Appointment: Five years w.e.f. 01st September, 2026 up to 01st September, 2031
3.	**Brief Profile (in case of appointment)**	Mr. Mahendra Kumar Sharda is a Chartered Accountant who qualified in 1983 and brings over two decades of experience in professional accounting and corporate finance consultancy. He has been associated with BCL Enterprises Limited since 1993 and has been a promoter of the Company since its early years.With his strong background in finance, accounting, corporate advisory and financial management, together with more than three decades of association with BCL Enterprises, Mr. Sharda can contribute to the Board through his understanding of financial strategy, capital allocation, financial reporting, risk oversight and corporate governance. His long-standing experience with the Company also provides valuable institutional knowledge and continuity, enabling the Board to assess strategic decisions with a clear understanding of the Company's history, financial position and business environment. Mr. Sharda brings a combination of professional financial expertise, corporate experience and long-term institutional knowledge, which can support the Board in strengthening financial discipline, evaluating strategic opportunities and overseeing the Company's long-term growth.
4.	**Disclosure of relationships between directors [in case of appointment of a director)**	Not Applicable

Annexure E

Additional disclosure pertaining to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows:

Appointment of Statutory Auditors:

Sr. No.	Particulars	Details
1.	**Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~**	Re- Appointment M/s. G H R & CO, Chartered Accountants (Firm Registration No. 132149W), Statutory Auditor of the Company.
2.	**Date of appointment and term of appointment**	The Board at its Meeting held on 01st September 2026 approved and recommend the re-appointment. Term of Appointment: Five years w.e.f. 01st September, 2026 up to 01st September, 2031
3.	**Brief Profile (in case of appointment)**	M/s. G H R & CO, Chartered Accountants (FRN: 132149W), established in 2011. The vision of the firm is to provide the best in class professional service with a personal touch and that has greatly helped us in becoming one of the reputed Chartered Accountancy firm. M/s. G H R & CO, Chartered Accountants offers a range of Assurance services, led by industry experts with deep knowledge pockets and driven by a commitment, to deliver high quality services to all clients.
4.	**Disclosure of relationships between directors [in case of appointment of a director)**	Not Applicable

Annexure F

Additional disclosure pertaining to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows:

Appointment of Company Secretary & Compliance Officer:

Sr. No.	Particulars	Details
1.	**Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~**	Appointment as Company Secretary and Compliance Officer of the Company.
2.	**Date of appointment and term of appointment**	With effect from 01st September 2026.
3.	**Brief Profile (in case of appointment)**	Ms. Rachna Kabthiyal has done LLB and is an associate member of Institute of Company Secretaries of India. She has 8 years of experience in Secretarial and Compliance functions of listed companies dealing with Corporate Governance, SEBI Regulations, Board procedures & policies, Board/ Committee/ General body meetings, ROC & Stock Exchange Compliances.
4.	**Disclosure of relationships between directors [in case of appointment of a director)**	Not Applicable

Thanking You,
Yours Sincerely,
BCL Enterprises Limited

OM PRAKASH SAMBHARIA
Digitally signed by OM PRAKASH SAMBHARIA
Date: 2026.09.01 19:19:34 +05'30'

Om Prakash Sambharia
(Director)
DIN: 10088564
Add: Unit No. 213, D Mall, Plot No. A1,
Netaji Subhash Place, Pitampura, Delhi, 110034