



POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.]

To the Shareholders of the Company,

Notice of Postal Ballot ('Notice') is hereby given that pursuant to the provisions of Section 108, 110 of the Companies Act, 2013 ('the Act') and the Companies (Management and Administration) Rules, 2014 ('Rules') read with circulars issued by the Ministry of Corporate Affairs ('MCA') vide General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard with the latest one being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars'), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and other applicable provisions of the acts, rules, regulations, circulars and notifications (including any statutory modifications or re-enactment(s) thereof for the time being in force and as amended from time to time), the resolution appended below is proposed for approval of the shareholders of Birla Precision Technologies Limited (the 'Company') through postal ballot by remote e-Voting process ('e-Voting'):

Sr. No.	Particulars	Resolution
1.	To approve Appointment of Mr. Ravinder Chander Prem (DIN:07771465) as Managing Director of the Company and payment of Managerial Remuneration	Special Resolution

In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those shareholders whose e-mail address is registered with the Company/ Depository Participant(s) as on May 23, 2025 ("Cut-off date"). The shareholders are requested to read the instructions given in the Notes section of the Notice.

In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the SEBI Listing Regulations; (iii) SS-2; and (iv) MCA Circulars, the Company has provided e-Voting facility only, to its shareholders to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. For this purpose, the Company has engaged the services of KFin Technologies Limited ('KFin') as the agency to provide e-Voting facility. The instructions for e-Voting forms part of the Notice.

An Explanatory Statement pursuant to Section 102, 110 and other applicable provisions of the Act read with the Rules, pertaining to the resolutions setting out the material facts and the reasons/ rationale thereof, is appended and forms part of the Notice. Pursuant to Rule 22(5) of

Birla Precision Technologies Limited

Regd. Office: 23, Birla Mansion No. 2, 1st Floor, D. D. Sathe Marg, Prarthana Samaj, Mumbai 400 004

Tel.: +91 022-23867498

E-mail : info@birlaprecision.com **Website :** www.birlaprecision.com

An ISO 9001:2000 & ISO 14001:2004 **Company CIN:** L29220MH1986PLC041214



the Rules, the Board of Directors ('Board') of the Company, vide resolution dated May 23, 2025, has appointed Mr. Vijay Yadav (Membership No. FCS11990), Partner of M/s. AVS & Associates, Practicing Company Secretaries, as a Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairperson of the Company, or any person authorized by the Chairperson. The results of the voting conducted through Postal Ballot (through the e-Voting process) along with the Scrutinizer's Report will be announced by the Chairperson or such person as authorized, on or before July 01, 2025

Cut-off Date	May 23, 2025
e-Voting Start Date and Time	May 29, 2025 (9:00 AM)
e-Voting End Date and Time	June 27, 2025 (5:00 PM)
Scrutinizer's Report Date	On or before July 01, 2025

Item No. 1 - Appointment of Mr. Ravinder Chander Prem (DIN: 07771465) as 'Managing Director' of the Company and approval of his remuneration:

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), in accordance with the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Mr. Ravinder Chander Prem (DIN: 07771465) who was appointed as an Additional Director designated as Managing Director of the Company effective April 07, 2025 by the Board of Directors, who is eligible for appointment and who has consented to act as a Director, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as a Managing Director of the Company not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be required, the consent of the shareholders be and is hereby accorded for the appointment of Mr. Ravinder Chander Prem (DIN: 07771465) as the Managing Director of the Company, to hold office for a term of 5 (Five) consecutive years effective April 07, 2025 to April 06, 2030 (both days inclusive), and the payment of remuneration for a period

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of 3 (three) years effective April 07, 2025 on the terms and conditions as set out in explanatory statement to the Notice.

RESOLVED FURTHER THAT where in any financial year during the tenure of Mr. Ravinder Chander Prem, if the Company has no profits or its profits are inadequate, the Company may pay the remuneration as set out in the explanatory statement to the Notice to Mr. Ravinder Chander Prem, Managing Director of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to revise, alter, vary, and modify the terms of appointment including, inter-alia, employment agreement, designation, remuneration and structure or re-structure salary components within the limits approved by the Members and to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors or any director or officer to give effect to this resolution."

Place: Mumbai

By Order of the Board of Directors

Date: May 23, 2025

Sd/-

Vedant Birla

Chairman & Executive Director

(DIN: 03327691)

Registered Office:

BIRLA PRECISION TECHNOLOGIES LIMITED

(CIN: L29220MH1986PLC041214)

23, Birla Mansion No. 2, 1st Floor, D. D. Sathe Marg,
Prarthana Samaj, Mumbai City, Mumbai,
Maharashtra, India, 400004

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Notes:

1. The Explanatory Statement setting out all material facts as required under Section 102 of the Companies Act, 2013 in respect of the resolution contained in the above Notice is appended and forms part of the Notice.
2. The Company has appointed Mr. Vijay Yadav (Membership No. FCS11990), Partner of M/s. AVS & Associates Practicing Company Secretaries as Scrutinizer for conducting the E-voting process in accordance with the law and in a fair and transparent manner.
3. The Notice is being sent only by e-mail to those shareholders who have registered their e-mail address with the Company/Depository Participant(s) ('DPs') or with KFin Technologies Ltd, Registrar and Share Transfer Agent of the Company ('KFin'/RTA') and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ('NSDL')/Central Depository Services (India) Limited ('CDSL') as on the Cut-off date i.e. Friday, May 23, 2025 in accordance with the provisions of the Act, read with Rules made thereunder and, the MCA Circulars issued and SEBI in this regard from time to time. In accordance with the extant MCA and SEBI Listing Regulations, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the shareholders for this Postal Ballot.
4. The approval of Members is being sought through Remote E-voting only.
5. The Notice is being sent to all the Members whose names appear in the Register of Members/ Record of Depositories as on Friday, May 23, 2025. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on that date.
6. You are requested to read carefully the instructions before exercising the vote and complete the E-voting on or before 5.00 p.m. on June 27, 2025.
7. The Company is offering only Remote E-voting facility to its Members to enable them cast their vote. A Member has to carefully follow the instructions as given for E-voting. He/ She can use the facility and log in any number of times till he/she has voted on the Resolution or till the end of the voting period, whichever is earlier.

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8. Voting through electronic means In terms of the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter called "the Rules" for the purpose of this section of the Notice) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular no. 02/2021 dated 13th January 2021 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India (SEBI), the Company is providing facility to exercise votes on the item of business given in the Notice through electronic voting system only, to members holding shares as on May 23, 2025 (End of Day) being the Cut-off date fixed for determining voting rights of members, entitled to participate in the E-voting process, through the E-voting platform provided by KFintech.

9. The instructions for E-voting are as under:

Step 1 :

Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 :

Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility:</p> <p>I. Visit URL: https://eservices.nsdl.com</p> <p>II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting"</p>

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	<p>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</p> <p>2. User not registered for IDeAS e-Services</p> <p>I. To register click on link : https://eservices.nsdl.com</p> <p>II. Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields.</p> <p>IV. Follow steps given in points 1.</p> <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <p>I. Open URL: https://www.evoting.nsdl.com/</p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech.</p> <p>V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p>

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	<p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields.</p> <p>III. Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
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Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- (A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
- Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
 - Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.
 - After entering these details appropriately, click on "LOGIN".
 - You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly

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recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the "EVEN" i.e., '8801 Postal Ballot' and click on "Submit"
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on "Submit".
 - xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing its representative on its behalf to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id vijay.yadav@avsassociates.co.in with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Birla Precision Technologies Limited Even No. 8801"
- (B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM, Postal Ballot Notice and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail

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online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link:<https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link:
<https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

The Scrutinizer will submit his report to the Company Secretary after completion of the scrutiny and results of the Postal Ballot would be announced by July 01, 2025 05.00 p.m. (IST) through Email and the Resolution will be taken as passed, if the results of E-voting indicate that the requisite majority of the Members had assented to the Resolution. The Scrutinizer's decision on the validity of E-voting shall be final. As indicated earlier, the results will be published on the website of the Company <https://www.birlaprecision.com/> besides being notified to BSE Limited and National Stock Exchange of India Limited, where the Company's shares are listed. Results will also be posted on the Website of KFin Technologies Ltd, <https://evoting.kfintech.com>.

General Instructions

- i. The Remote E-voting period commences from 9.00 a.m. (IST) on May 29, 2025 and ends at 5.00 p.m. (IST) on June 27, 2025 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 May 23, 2025, may cast their vote electronically. Once the vote on a resolution is cast by the member, the

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member shall not be allowed to change it subsequently.

- ii. The Scrutinizer shall, unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- iii. Subject to the receipt of sufficient votes, the Resolutions shall be deemed to be passed on the last date of voting i.e. on June 27, 2025. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://www.birlaprecision.com/> and also on the notice board placed at the Registered Office of the Company and on the website of KFintech.
- iv. To receive communication through electronic means, including annual reports and notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with KFintech by submitting the ISR Forms or contact Ms. C Shobha Anand, Dy. Vice President, Toll Free No. 1800 309 4001, at KFin Technologies Limited, Selenium Building B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Telangana State, India.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013

ITEM NO. 1

On the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors of the Company at their meeting held on April 07, 2025, appointed Mr. Ravinder Chander Prem (DIN: 07771465) as an Additional Director designated as 'Managing Director' of the Company for a term of 5 (Five) consecutive years effective April 07, 2025, to April 06, 2030, subject to approval of the shareholders of the Company.

Brief Profile of Mr. Ravinder Chander Prem

Mr. Ravinder Chander Prem is an industry leader with over 30 years of experience in precision engineering and manufacturing. He has held key leadership roles, including Whole-Time Director and Chief Operating Officer at Forbes & Company Limited, driving business growth, operational excellence, and technological innovation.

Now serving as the Managing Director of Birla Precision Technologies Limited, Mr. Prem is committed to strengthening the company's market presence, enhancing production efficiency, and fostering a culture of innovation and excellence.

He holds an MBA in Finance and a PG Diploma in Operations Management from Dr. Babasaheb Ambedkar Marathwada University, along with a B.E. in Mechanical Engineering from Lukhdhirji Engineering College.

With a people-centric leadership approach, Mr. Prem envisions BPTL as a benchmark in quality, efficiency, and customer satisfaction, driving long-term success for all stakeholders.

In accordance with the provisions of Section 160 of the Act, the Company has received a notice in writing from a member proposing the candidature of Mr. Ravinder Chander Prem to be appointed as Director of the Company.

Mr. Ravinder Chander Prem has confirmed that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority and has given his consent to act as a Director. The Board of Directors has taken on record the declaration and confirmation submitted by him.

In accordance with the provisions of Section 196, 197, 198 and 203 and other applicable provisions of the Act and Regulation 17 of the Listing Regulations, approval of the Members as a Special resolution is required for appointment of Mr. Ravinder Chander Prem as the Managing Director of the Company and payment of remuneration to him.

Mr. Ravinder Chander Prem brings a wealth of experience, a proven track record, a growth-oriented mindset, and an unwavering commitment to service excellence. The NRC and Board believes that his more than 36 years of experience, and his deep understanding of the cutting tool industry make him

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the ideal leader to steer Birla Precision Technologies Limited into its next phase of growth and excellence. Accordingly, the approval of the shareholders of the Company is being sought, by way of Special Resolution, for the appointment of Mr. Ravinder Chander Prem as the Managing Director of the Company for a term of 5 (Five) consecutive years, effective April 07, 2025, to April 06, 2030 and his remuneration for a period of 3 (three) years. The terms and conditions of the appointment and remuneration payable to Mr. Ravinder Chander Prem is as follows:

Term: For a period of 5 (Five) consecutive years effective April 07, 2025 to April 06, 2030 not liable to retire by rotation:

- A. Base Salary: Rs. 7,17,000/- (Rupees Seven Lakh Seventeen Thousand only) per month effective 7th April with such annual increments, if any.
- B. Special/Flexible Allowance: Rs. 1,77,037 (Rupees One Lakh Seventy-Seven Thousand and Thirty - Seven Rupees only) per month effective 7th April with such increase, if any.
- C. Variable Pay (Performance Based) - Rs.75,00,000 (Rupees Seventy-Five Lakh Only) Variable Pay (Performance-Based) is payable annually and is linked to the achievement of predefined performance metrics, as decided and approved by the NRC each Financial Year

The Remuneration of Mr. Ravinder Chander Prem Comprising of Following Allowances:

Other Allowances, Benefits and Perquisites: In addition to the Basic Salary, Special Allowance and Performance Linked Incentive as outlined above, the Managing Director shall be entitled to other allowances, benefits and perquisites as under:

House rent allowance.

A monthly allowance to assist with accommodation costs.

Conveyance/ Vehicle allowance.

A monthly allowance provided to cover expenses related to transportation, including the use of a personal or company vehicle for official duties.

Medical Benefits.

Healthcare/medical allowance and reimbursement/ payment towards mediclaim/medical insurance premium in accordance with the Rules of the Company.

Leave Travel Allowance: For self and family, once in a year, in accordance with the Rules of the Company.

Other Perquisites, Benefits & Allowance(s): As per Rules of the Company which are applicable to other employees of the Company unless specifically provided herein and/or as may be decided by the Board of Directors based on approval, if any, accorded by the Nomination and Remuneration Committee.

Birla Precision Technologies Limited

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**Flexible allowance**

A discretionary allowance that can be utilized by Mr. Ravinder Chander Prem according to his individual needs and preferences, within the guidelines set by the organization.

Entertainment allowance

A monthly allowance allocated for expenses related to entertainment, including dining and other leisure activities.

In addition to the salary and perquisites, Mr. Ravinder Chander Prem will be entitled to the following benefits:

Privilege Leave

Paid leave granted to Mr. Ravinder Chander Prem, which can be utilized for personal reasons or vacations, in accordance with the company's leave policy.

Gratuity

A lump sum payment made to Mr. Ravinder Chander Prem upon completion of a specified period of service with the company, as per statutory regulations and Company's policy.

Provident Fund Contribution: The Company shall contribute to the Provident Fund (PF) in accordance with the statutory provisions of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952, or any other applicable law, as amended from time to time. The contribute towards the PF as per the prevailing statutory rates.

As the salary exceeds the statutory wage ceiling for PF contributions, the voluntary contribution beyond the statutory requirement will be subject to mutual agreement between the Company and the Managing Director. The PF contributions shall be deducted and deposited as per the timelines specified by the regulatory authorities.

The profile of Mr. Ravinder Chander Prem is also available on the website of the Company at <https://www.birlaprecision.com/boardcomposition.php#RAVINDERPREM>. Details as required under Regulations 36(3) of the SEBI Listing Regulations and the Secretarial Standard - 2 are provided in **Annexure 1** to the explanatory statement.

Further the details as required under schedule V of the Companies Act, 2013 are provided in **Annexure 2**

The Board of Directors recommends the appointment of Mr. Ravinder Chander Prem as the Managing Director of the Company and the remuneration payable to him as set out in Item No. 1 for approval of the shareholders by way of Special Resolution.

None of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in this resolution.

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ANNEXURE - 1

Additional Disclosures/Information/Brief Resume pursuant to Listing Regulations and applicable provisions of Secretarial Standards - 2

Name of the Director	Mr. Ravinder Chander Prem
DIN	(DIN:07771465)
Date of Birth & Age	26/12/1964
Date of first appointment on the Board	07/04/2025
Category	Managing Director
Brief Resume along with Qualification and Nature of expertise in specific functional areas and Experience (skills and capabilities and how the person meets the requirements, if applicable)	Refer Brief Profile of explanatory statement item no. 1
Terms and conditions of appointment	As per the resolution set out in this Notice read with the Explanatory Statement thereto.
Number of shares held in the Company	NIL
Remuneration to be paid and last drawn	NIL
Members/ Chairperson of Committees of the Company	He is currently serving as Member of Audit Committee, Corporate Social Responsibility Committee & Stakeholder Relationship Committee of Birla Precision Technologies Limited.
Directorships held in other Companies as on the date of the Postal Ballot Notice	None
Membership of committees held in other Indian companies as on date of the Postal Ballot Notice	None

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Number of Meeting of the Board attended during the financial year 2025-26.	01
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	None
Name of listed entities from which the person has resigned in the past three years as Director	1. Forbes & Company Limited 2. Forbes Precision Tools And Machine Parts Limited
Justification for choosing the appointees for appointment as Independent Directors	Not Applicable

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ANNEXURE - 2

Sr. No.	Name of the Director	Mr. Ravinder Chander Prem									
I.	General information:										
i.	Nature of industry	Manufacturing									
ii.	Date or expected date of commencement of commercial production	The Company is in operation Since 1986.									
iii.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable.									
iv.	Financial performance based on given indicators:	<div style="text-align: right;">In Crores</div> <table border="1"> <thead> <tr> <th>Particulars</th><th>24-25</th><th>23-24</th></tr> </thead> <tbody> <tr> <td>PAT</td><td>5.42</td><td>10.66</td></tr> <tr> <td>Turnover</td><td>207.18</td><td>225.77</td></tr> </tbody> </table>	Particulars	24-25	23-24	PAT	5.42	10.66	Turnover	207.18	225.77
Particulars	24-25	23-24									
PAT	5.42	10.66									
Turnover	207.18	225.77									
v.	Foreign investments or collaborations, if any	The Company has total Investment of Rs. 21.50 Lakhs in 1 subsidiary i.e. Birla Precision GMBH									
II.	Information about the appointee:										
i.	Background details:	Mr. Ravinder Chander Prem, a seasoned leader with 36 years of experience in precision engineering and manufacturing, brings valuable expertise in driving growth, operational excellence, and innovation. Under his guidance, Birla Precision Technologies Limited is strengthening its market presence, enhancing production efficiency, and advancing towards industry leadership and customer satisfaction.									

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ii.	Past remuneration:	Not Applicable
iii.	Recognition or awards:	He has also served as the President of the Indian Cutting Tool Manufacturers' Association (ICTMA) for a tenure of three years.
iv.	Job profile and his suitability:	Mr. Ravinder Chander Prem, as Managing Director, will lead Birla Precision Technologies Limited's business strategy, operations, and growth initiatives; his 36 years of leadership in precision engineering and manufacturing make him highly suited to drive the company's performance and market leadership.
v.	Remuneration proposed:	As mentioned in Explanatory Statement of this Notice.
vi.	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):	Considering the size of the Company, the industry benchmarks, experience of and the responsibilities shouldered by the appointee, the proposed remuneration payable to Mr. Ravinder Chander Prem commensurate with the remuneration paid to similar appointee in other companies
vii.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.:	Not Applicable since besides remuneration proposed Mr. Ravinder Chander Prem does not have any pecuniary relationship directly or indirectly with the Company or managerial personnel of the Company.
II.	Other information:	
i.	Reasons of loss or inadequate profits:	Although the Company has not incurred losses, its profits are inadequate to provide for the remuneration payable to the Executive Directors, considering the skills, experience, and valuable guidance they contribute to the Company's growth and strategic direction.
ii.	Steps taken or proposed to be taken for improvement:	The Company has undertaken various strategic initiatives to improve operational efficiency and enhance revenue. Additionally, it continues to

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		explore new market opportunities and strengthen its product portfolio to improve profitability.
iii.	Expected increase in productivity and profits in measurable terms:	The company anticipates a measurable increase in productivity and profitability through multiple strategic initiatives, including optimized working capital management and enhanced operational efficiency at the plant level. A focused push toward increasing the share of core products and expanding the sale of value-added offerings is expected to improve contribution margins. Geographical expansion and the horizontal deployment of region-specific successful products into new markets will broaden the revenue base. These initiatives, combined, are projected to yield improved asset utilization, higher output, and enhanced profitability over the next financial year.
iv.	Disclosures	The requisite disclosures have been accordingly mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the Financial statement:

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