



Bekal Recreation Centre Ltd.

(Incorporated under the Companies Act)
Near Railway Over Bridge, NH-66, Padnekad (PO), Kanhangad-671314
Kasargod (Dt), Kerala. PH:0467-2080609,7902224609,9995824609
CIN: U92413KL2001PLC014549

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ADDENDUM TO THE NOTICE OF 24TH ANNUAL GENERAL MEETING OF THE COMPANY

This Addendum is in continuation of the Notice of the 24th Annual General Meeting (AGM) of the Company, dated September 03, 2025, which is scheduled to be held on Saturday, September 27, 2025, at 04:00 P.M. at the Registered Office of the Company. This Addendum should be read in conjunction with the said notice, as all other contents of the original notice remain unchanged.

NOTICE IS HEREBY GIVEN that the Company has received two notices in writing from two members, pursuant to the provisions of **Section 160 of the Companies Act, 2013** and **Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014**, signifying their intention to propose the candidature of the following two persons for the office of Director of the Company.

Accordingly, the following items of business are added to the agenda of the ensuing AGM:

SPECIAL BUSINESS:

9. TO APPOINT Mr. NEICHALATH RADHAKRISHNAN (DIN: 11250988) AS A DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Section 152, 160 of the Companies Act, 2013 and Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013, Mr. **NEICHALATH RADHAKRISHNAN (DIN: 11250988)**, in respect of whom the Company has received a notice in writing from a member along with the requisite deposit of ₹1,00,000/-, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."



10: TO APPOINT MR. CHENNAMKUNNIL NARAYANAN (DIN: 08288927) AS A DIRECTOR OF THE COMPANY.

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

"**RESOLVED THAT** pursuant to the provisions of Section 152, 160 of the Companies Act, 2013 and Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013, Mr. **CHENNAMKUNNIL NARAYANAN (DIN: 08288927)**, in respect of whom the Company has received a notice in writing from a member along with the requisite deposit of ₹1,00,000/, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

By Order of the Board of Directors

FOR BEKAL RECREATION CENTRE LIMITED


Mr. **BALRAJ KRISHNAN RADHA**
MANAGING DIRECTOR, DIN: 01710873

Date: 20/09/2025
Place: Kanhangad



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

The following Explanatory Statement set out all material facts relating to the Special business mentioned in the above-mentioned Addendum to the Notice of 24th AGM:

Item No. 9 & Item No. 10

The Company had issued a Notice dated 03rd September, 2025 for convening the 24th Annual General Meeting (“AGM”) of the Company to be held on Saturday, 27th September, 2025 at 04.00 p.m. at the Registered office of the Company and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder

After the circulation of the AGM Notice, the Company has received two notices in writing under Section 160 of the Companies Act, 2013, from members proposing the candidatures of Mr. Neichalath Radhakrishnan (DIN: 11250988) and Mr. Chennamkunnil Narayanan (DIN: 08288927) for the office of Director. In accordance with the provisions of the Act, the Company is required to place these nominations before the members for their consideration at the ensuing Annual General Meeting.

Members are requested to note the following crucial points while considering these nominations:

1. The Company's Articles of Association (AOA) stipulate that the maximum number of Directors on the Board shall be **twelve (12)**.
2. The original AGM Notice circulated to all members includes proposals for the appointment and/or reappointment of directors. If all these resolutions are approved by the members, the strength of the Board will reach the maximum limit of twelve as prescribed by the AOA.
3. The appointments of directors, including the Board-recommended candidates and the Section 160 nominees, will be taken up and voted on through **separate resolutions**, as mandated by Section 162 of the Companies Act, 2013.
4. All the items of business set out in the original AGM Notice and in the Addendum will be taken up for voting in sequential order.
5. Accordingly, the Board-recommended directors, as contained in the original AGM Notice, will be taken up for voting first.
6. Thereafter, the resolutions for the nominations received under Section 160 will be placed before the members for their consideration.



7. **Please be advised that if all the resolutions for the appointment/re-appointment of the Board-recommended directors are passed by the members, the Board will have no vacant positions to accommodate any of the Section 160 nominees.**
8. **A Section 160 nominee can only be appointed as a director if one or more of the Board-recommended directors fail to secure the requisite approval from the shareholders, thereby creating a vacancy on the Board.**

The Board places these nominations before the members for their consideration, while also making the members aware of the limitations on the total number of directors. The Board recommends that members review the original AGM notice and this addendum to make an informed decision.

The brief particulars of the nominees are provided in the Annexure to this Addendum.

Save and except the nominees and their respective proposers, none of the Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested in the proposed resolutions.

By Order of the Board of Directors

FOR BEKAL RECREATION CENTRE LIMITED


Mr. BALRAJ KRISHNAN RADHA
MANAGING DIRECTOR, DIN: 01710873

Date: 20/09/2025
Place: Kanhangad



Additional Information of Directors for appointment as required under Companies Act, 2013 and Secretarial Standards on General Meeting

Particulars	MR. NEICHALATH RADHAKRISHNAN	MR. CHENNAMKUNNIL NARAYANAN
DIN	11250988	08288927
Date of Birth / Age	30/05/1965 (60 yrs)	10/11/1956 (68 yrs)
Date of first appointment on the Board	NA	NA
Qualifications	SSLC	SSLC
Experience / Expertise in specific functional areas	39 years of extensive experience in event management.	40 years of extensive experience in construction industry.
Terms & Conditions of appointment	Nominated by a Shareholder and to be appointed as Director, liable to retire by rotation	Nominated by a Shareholder and to be appointed as Director, liable to retire by rotation
Remuneration sought & last drawn	NIL	NIL
Directorships held in other companies	NIL	3
Membership / Chairmanship of Committees of the Board of other companies	NIL	NIL.
Shareholding in the Company	80 shares	35 shares
Relationship with other Directors / KMP	None	None
Board Meeting Attendance (FY 2024-25)	NA	NA