

# बेल ऑप्ट्रॉनिक डिवाइसेस लिमिटेड

(भारत सरकार का उद्यम, रक्षा मंत्रालय)

ईएल 30, जे ब्लॉक, भोसरी इंडस्ट्रियल एरिया,  
पुणे-411 026, भारत

## BEL OPTRONIC DEVICES LIMITED

(Govt. of India Enterprise, Ministry of Defence)

EL - 30, 'J' Block, Bhosari Industrial Area,  
Pune - 411 026, INDIA

फोन / Phone : (020) 2713 0981 / 2 / 3

फैक्स / Fax : (020) 2713 0589

ई मेल / E-mail : info@belop.co.in

C.I.N. : U32100PN1990GOI058096

### NOTICE

#### BEL OPTRONIC DEVICES LIMITED

Regd Office : EL - 30 , " J " BLOCK, MIDC , BHOSARI INDUSTRIAL AREA , PUNE – 411026

Notice is hereby given that the Thirty Sixth Annual General Meeting of the Members of **BEL OPTRONIC DEVICES LIMITED** will be held on **24<sup>th</sup> August 2026, Monday, at 11.30 hrs.**, at the Registered office of the Company at **EL - 30 , "J" BLOCK, MIDC, BHOSARI INDUSTRIAL AREA, PUNE – 411026** to transact the following business.

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Board's Report alongwith Annexures for the year ended 31<sup>st</sup> March 2026 and the financial statements for the year ended 31<sup>st</sup> March 2026 along with Report of Auditors thereon.
2. To declare dividend on equity shares for the year 2025-26.
3. To appoint a Director in place of Mr. Kamesh Kasana who retires by rotation and being eligible offers himself for reappointment.

#### SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any of Companies Act, 2013 read with the relevant Rules thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded for the payment of remuneration of ₹ 50,000 (Rupees Fifty Thousand only) plus applicable taxes per year to M/s Joshi Apte & Associates, Cost Accountants, Pune (Firm Registration No. 000240) appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of cost records of the Company for the financial year 2026-27."

#### NOTES :

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to Special business mentioned under Para 4 above is annexed hereto and form part of the Notice. The details relating to ordinary business mentioned under Para 3 above is also included in the above Explanatory Statement.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxies must be received by the Company not later than forty-eight hours before the commencement of the meeting.

BY ORDER OF THE BOARD  
FOR BEL OPTRONIC DEVICES LIMITED,



PRIYA. S. IYER  
COMPANY SECRETARY & CFO

Place : PUNE

Dated : 31<sup>st</sup> July 2026

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#### Annexure to the Notice

#### Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

##### Item No. 3

Mr. Kamesh Kasana was appointed as Additional Director to BELOP Board on 21<sup>st</sup> July 2025. Subsequently, the members of the Company have passed a resolution on 18<sup>th</sup> August 2025 appointing Mr. Kamesh Kasana, as Director of the Company whose period of office shall be liable to determination by retirement by rotation.

Mr. Kamesh Kasana has offered himself for reappointment.

Mr. Kamesh Kasana, brings with him over three decades of distinguished experience in Defence electronics. Throughout his career, he has made significant contributions to the indigenisation, modernisation, and strategic growth of BEL's portfolio, playing a vital role in strengthening India's Defence capabilities. Mr. Kamesh Kasana is an alumnus of NIT Kurukshetra with a B.Tech in Electronics and Communication Engineering, He holds a Post Graduate Diploma in Business Administration and is certified in Six Sigma (Green Belt, DMAIC) and is certified Project Management Professional (PMP).

The details of Membership/Chairmanship of various Committees held by Mr. Kamesh Kasana is outlined below:-

| Sl. No | Name of the Company/ Bank  | Name of the Committee                     | Position held (Chairman/ Member) |
|--------|----------------------------|-------------------------------------------|----------------------------------|
| 1      | Bharat Electronics Limited | Risk Management Committee                 | Member                           |
| 2      | Bharat Electronics Limited | Stakeholders Relationship Committee       | Member                           |
| 3      | Bharat Electronics Limited | Share Transfer Committee                  | Member                           |
| 4      | Bharat Electronics Limited | Capital Investment Committee              | Member                           |
| 5      | BEL Optron Devices Limited | Audit Committee                           | Member                           |
| 6      | BEL Optron Devices Limited | Nomination and Remuneration Committee     | Chairman                         |
| 7      | BEL Optron Devices Limited | Corporate Social Responsibility Committee | Member                           |

Mr. Kamesh Kasana would be a part-time Director on BELOP Board and no remuneration would be payable to him.

Your Directors feel that the Company would immensely benefit from the wide and varied experience possessed by Mr. Kamesh Kasana and accordingly recommend the passing of the resolution proposed at Item No 3 of the Notice.

None of the Directors (other than Mr. Kamesh Kasana ) and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolution set out at Item No. 3 of the Notice of this meeting .

*Signature*

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#### Item No.4

As per Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors Rules), 2014 (the Rules), the Board of Directors of the Company shall appoint the Cost Auditor on the recommendation of the Audit Committee, which shall also recommend remuneration for the Cost Auditor. The rule also requires that the remuneration of the Cost Auditor shall be ratified by the members subsequently. As recommended by the Audit Committee, BELOP Board of Directors have appointed M/s Joshi Apte & Associates, Cost Accountants, Pune(Firm Registration No. 000240) to conduct cost audit of the Company for the financial year 2026-27 on the terms / remuneration as indicated in the resolution. As required under Section 148(3) of the Act, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the cost auditors, fixed by the Board of Directors, is placed before the members for ratification.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolution set out at item No.4 of the notice of this meeting

BY ORDER OF THE BOARD  
FOR BEL OPTRONIC DEVICES LIMITED,



PRIYA. S. IYER  
COMPANY SECRETARY & CFO

Place : PUNE

Dated : 31<sup>st</sup> July 2026