

BENTLEY COMMERCIAL ENTERPRISES LTD
Regd. Off.: 301 & 302, 3rd Floor, Peninsula Heights, C.D. Barfiwala Road, Andheri (West),
Mumbai: 400058 Tel No.: 022 – 2621 6060/61/62/63/64 | E-mail:
bentleycommercial@gmail.com Website: www.bentleycommercialent.in | CIN:
L24110MH1985PLC035396

11th September, 2026

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 512195

ISIN: INE496M01017

Dear Sir/Madam,

Sub: Addendum to the Notice of the 41st Annual General Meeting of Bentley Commercial Enterprises Limited ("the Company") scheduled to be held on Wednesday, 30th September, 2026

Ref.: Our earlier intimation dated 7th September, 2026 regarding the Annual Report for the Financial Year 2025-26 and Notice of the 41st Annual General Meeting

The Company had issued the Notice dated 27th August, 2026 ("AGM Notice") convening the 41st Annual General Meeting ("AGM") of the Members of the Company, scheduled to be held on Wednesday, 30th September, 2026 at 11:00 a.m. (IST) at the Registered Office of the Company. The AGM Notice was circulated to the Members on 7th September, 2026 in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with the applicable circulars issued thereunder.

The Company hereby issues this Addendum in relation to the following item forming part of the AGM Notice:

Item No. 3 – Approval of Material Related Party Transactions

In connection with Item No. 3 of the AGM Notice seeking approval of the Members for Material Related Party Transactions, certain information required to be provided to the Members pursuant to Regulation 23 of the SEBI Listing Regulations, read with the applicable SEBI circulars and the Master Circular issued thereunder, was

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inadvertently omitted from the Explanatory Statement forming part of the AGM Notice.

Accordingly, the requisite information in respect of the proposed Material Related Party Transactions is enclosed as **Annexure A** to this Addendum and shall be read as an integral part of the Explanatory Statement pertaining to Item No. 3 of the AGM Notice.

Accordingly, the AGM Notice dated 27th August, 2026 be read together with this Addendum.

Except to the extent stated in this Addendum, all other contents of the AGM Notice and the Explanatory Statement dated 27th August, 2026, circulated to the Members on 7th September, 2026, remain unchanged and unaltered.

This Addendum shall form an integral part of the AGM Notice and is being made available to the Members in the same manner as the original AGM Notice.

Kindly take the above on record.

For Bentley Commercial Enterprises Limited

MEENAKS  Digitally signed
by MEENAKSHI
HI JAYESH JAYESH BHANSALI
Date: 2026.09.11
BHANSALI 17:30:50 +05'30'

Meenakshi Bhansali
Director & Company Secretary
(DIN: 06936671)

Annexure A referred to in Explanatory Statement of Item No. 3 of the Notice of the Annual General Meeting

Disclosures required pursuant to Regulation 23 of Listing Regulations read with SEBI master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025

S. No.	Particulars of the information	Details
<u>A. Details of the related party and transactions with the related party</u>		
A (1). Basic details of the related party		
1.	Name of the related party	MET-LOK HYDRO PNEUMATICS PRIVATE LIMITED
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacture of rubber and plastics products
A (2). Relationship and ownership of the related party		
4.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	A Company in which relative of director is a director;
5.	Shareholding % of the listed entity whether direct or indirect, in the related party. <i>Explanation:</i> Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.	Nil
6.	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). <i>Explanation:</i> Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil
A (3). Financial performance of the related party (All Figures in INR)		
7.	Standalone turnover of the related party for each of the last three financial years:	
	<i>FY 2024-2025</i>	2,81,47,09,057

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	<i>FY 2023-2024</i>	1,08,76,38,913
	<i>FY 2022-2023</i>	7,76,48,075
8.	Standalone net worth of the related party for each of the last three financial years:	
	<i>FY 2024-2025</i>	1,39,78,206
	<i>FY 2023-2024</i>	7,320,432
	<i>FY 2022-2023</i>	3,088,267
9.	Standalone net profits of the related party for each of the last three financial years:	
	<i>FY 2024-2025</i>	66,57,774
	<i>FY 2023-2024</i>	42,32,164
	<i>FY 2022-2023</i>	4,09,967
A (4). Details of previous transactions with the related party (All Figures in INR)		
10.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. Note: Details need to be disclosed separately for listed entity and its subsidiary.	
	<i>As at March 31, 2026</i>	Granting of loan Rs.1,55,00,000
	<i>As at March 31, 2025</i>	Granting of loan Rs.505,00,000
	<i>As at March 31, 2024</i>	Granting of loan –NIL
11.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders).	As at March 31, 2026 Rs. 535,00,000
12.	Whether prior approval of Audit Committee has been taken for the above-mentioned transactions?	YES
13.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	NO
A (5). Amount of the proposed transactions (All types of transactions taken together)		
14.	Total amount of all the proposed transactions being placed for approval in the current meeting.	Granting of loan Rs. 50 crores
15.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards?	YES

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16.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	77.06%
B. Details for specific transactions		
B (1). Basic details of the proposed transaction <i>(In case of multiple types of proposed transactions, details to be provided separately for each type of the proposed transaction – for example, (i) sale of goods and purchase of goods to be treated as separate transactions; (ii) sale of goods and sale of services to be treated as separate transactions; (iii) giving of loans and giving of guarantee to be treated as separate transactions)</i>		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Giving loans
2.	Details of the proposed transaction	Same as above
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Upto the date of next Annual General Meeting to be held for the Calendar 2027
4.	Indicative date / timeline for undertaking the transaction	Same as above
5.	Whether omnibus approval is being sought?	YES
6.	Value of the proposed transaction during a financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract. If omnibus approval is being sought, the maximum value of a single transaction during a financial year.	NA As the Audit Committee has granted approval for the transactions on yearly basis
7.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Yes
8.	Provide a clear justification for entering the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed loan is being provided to the related party for a genuine business purpose and is intended to support its funding requirements. The transaction is considered to be in the best interests of the Company as it enables the Company to effectively deploy its surplus funds and earn a return through interest income,

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		while supporting the financial and operational requirements of the related party.
9.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%. <i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control including interest held through relatives.	None of the promoters(s)/ director(s) / key managerial personnel of the listed entity have any interest in the transaction with met-lok hydro pneumatics private limited directly or indirectly except to the extent disclosed in the resolution & explanatory statement
	a. Name of the director / KMP	Mr. Babulal Bhansali
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Nil
B (3). <u>Additional details</u> for proposed transactions relating to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary		
10.	Source of funds in connection with the proposed transaction.	Own source
11.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:	No financial indebtedness will be incurred by the Company.
	a. Nature of indebtedness	Not applicable
	b. Total cost of borrowing	Not applicable
	c. Tenure	Not applicable
	d. Other details	Not applicable
12.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	the terms & conditions to be agreed between the company & related party at that point in time & on an arm's length basis.
13.	Maturity / due date	On demand
14.	Repayment schedule & terms	On demand
15.	Whether secured or unsecured?	Unsecured
16.	If secured, the nature of security & security coverage ratio	Not Applicable

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17.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	For its main business activities
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C(1).

Disclosure *only* in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

1.	Latest credit rating of the related party	Not applicable
2.	Default on borrowings, <i>if any</i> , over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default	There has been no default on borrowing over the last three financial years, by the related party