

# BNK CAPITAL MARKETS LIMITED

CIN: L34202WB1986PLC040542

Regd. Office: Duncan House, 31, Netaji Subhas Road, Kolkata – 700 001

Tel No: (033) 6625 1000/1500; TELEFAX: (033): 22306844;

E-mail: [secretarial.qcml@rpsg.in](mailto:secretarial.qcml@rpsg.in); website: [www.qcml.in](http://www.qcml.in)

18<sup>th</sup> December, 2021

The Deputy General Manager,  
Department of Corporate Services,  
BSE Ltd.,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400001  
Scrip Code: 500069

The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata - 700001  
Scrip Code: 10012048

Dear Sir,

**Sub: Proceedings of the Thirty Fifth Annual General Meeting (AGM) held on Friday, December, 17, 2021 and Voting Results**

Pursuant to Regulation 30, Part- A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI Regulations), we enclose the summary of proceedings of the Thirty Fifth AGM of the Company held on Friday, December, 17, 2021. (Annexure-I)

Further, pursuant to Regulation 44(3) of the SEBI Regulations, we are submitting herewith the declaration of the Voting Results along with Consolidated Scrutinizer's Report, marked as Annexure-II. The said results are also being uploaded on the Company's website.

Kindly take note the above in your record.

Thanking you,

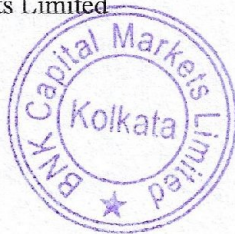
Yours faithfully,

For BNK Capital Markets Limited



Satish Kumar Sharma  
Chief Financial Officer

Encl: as above



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E-mail: [secretarial.qcml@rpsg.in](mailto:secretarial.qcml@rpsg.in); website: www.qcml.in**REPORT ON THE PROCEEDINGS OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING OF BNK CAPITAL MARKETS LIMITED****A. Date, time and venue of the AGM**

The 35<sup>th</sup> Annual General Meeting (AGM) of BNK Capital Markets Limited was held on Friday, 17<sup>th</sup> December, 2021 through video Conferencing / other Audio- Visual Means (OAVM) and all business set out in the Notice dated 12<sup>th</sup> November, 2021 were transacted.

The Meeting commenced at 4:00 P.M. (IST) and concluded at 4:23 P.M. (IST)

**B. Proceedings in brief**

Mr. Sunil Bhandari, Chairman of the Board, was in the Chair in accordance with Article of the Articles of Association of the Company.

41 (Forty One) members attended the meeting out of which 2 (Two) were represented by their authorized representatives at the above AGM.

The quorum being present, the Chairman declared the Meeting open and welcomed the Members.

The Chairman then advised Ms Nitika Rathi, member of Secretarial Team to brief the members some of the basic rules relating to AGM. Ms Nitika Rathi, inter- alia, stated the following:

- The Company had provided the facility to the members to cast their votes through remote e-voting which concluded yesterday.
- Members who have not cast their votes yet electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL
- There will be NO voting by show of hands and there will not be any proposer/ seconder for any Resolution placed for e-voting.
- The Auditors' Report is not being read out, since the accounts do not have any audit qualifications.
- The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangement has been made available electronically for inspection by the members during the AGM.
- Q&A session for members who have registered themselves as speakers will open once all the resolutions set forth in the Notice are tabled

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The Chairperson delivered his speech and the Notice of the Meeting was taken as read. In terms of the Notice dated November, 12, 2021, convening the AGM of the Company, the following items of business were placed for members consideration and approval:

No.	Resolutions	Type of Resolution
<b>Ordinary Business</b>		
1.	To receive, consider and adopt a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon; and b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To declare dividend of Rs 2.50 per equity shares for the Financial Year ended 31st March 2021	Ordinary
3.	To ratify the appointment of Auditors and fix their remuneration.	Ordinary
<b>Special Business</b>		
4.	Appointment of Mr Harish Toshniwal as a Non-Executive Director	Ordinary
5.	Appointment of Mr Sunil Bhandari as a Non-Executive Director	Ordinary
6.	Appointment of Mr. Sunil Kumar Sangneria as a Non-Executive Director	Ordinary
7.	Appointment of Ms. Rucha Mitra as an Independent Director	Ordinary
8.	Appointment of Mr Trivikram Khaitan as an Independent Director	<b>Ordinary</b>
9.	Appointment of Mr Kedarisetty Naga Mahesh Kumar as an Independent	Ordinary

The Chairman then invited the pre-registered shareholders for their queries and views. Chairman replied to them suitably.

The Chairman thereafter announced that the voting results of all the 9 (nine) resolutions would be announced within 48 hours of the conclusion of the meeting and would be posted on the website of the

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Company and website of CDSL. The same would also be displayed on the Notice Board at the registered office of the Company.

The Chairman thereafter thanked the members for attending the AGM and concluded the same with vote of thanks.

Thanking You,

For BNK Capital Markets Limited



Satish Kumar Sharma  
Chief Financial Officer



Date: 18/12/2021

Encl: As above

## Voting Results of 35th Annual General Meeting

17th December, 2021

2275

Date of the AGM/EGM  
Total number of shareholders on record date  
No. of shareholders present in the meeting either in person or through proxy:  
Promoters and Promoter Group:  
Public:  
No. of Shareholders attended the meeting through Video Conferencing  
Promoters and Promoter Group:  
Public:

N/A  
N/A  
N/A  
2  
39

Item No. 1 : (a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon. (b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of Votes	
								Polled on outstanding shares	[(2)/(1)]*100
Promoter and Promoter Group	Remote E-Voting	8635936	8635736	8635736	0	100	0	0	0
	Venue e-voting		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		8635736	8635736	0	100	0	0	0
Public- Institutions	Remote E-Voting	0	0	0	0	0	0	0	0
	Venue e-voting		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	1364064	300	286	14	95.3333	4.6667	0	0
	Venue e-voting		152	150	2	98.6842	1.3158	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		452	436	16	96.4602	3.5398	0	0
<b>Total</b>		<b>10000000</b>	<b>8636188</b>	<b>8636172</b>	<b>16</b>	<b>99.9998</b>	<b>0.0002</b>		



**Item No. 2.: To declare dividend of Rs 2.50 per equity shares for the Financial Year ended 31st March 2021**

Resolution required: (Ordinary/ Special):

Ordinary Resolution

Whether promoter/ promoter group are

No

interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	(1)	8635736	99.9977	8635736	0	100	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8635736	99.9977	8635736	0	100	0
Public- Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting		300	0.0220	287	13	95.6667	4.3333
	Venue e-voting		152	0	150	2	98.6842	1.3158
	Postal Ballot (if applicable)		0	0	-	0	0	0
	Total		452	0.0331	437	15	96.6814	3.3186
<b>Total</b>		<b>10000000</b>	<b>8636188</b>	<b>86.3619</b>	<b>8636173</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>

Item No.3.: To ratify the appointment of auditors and fix their remuneration.

Resolution required: (Ordinary/ Special):

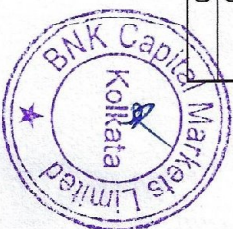
Ordinary Resolution

Whether promoter/ promoter group are

No

interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	(1)	8635736	99.9977	8635736	0	100	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8635936	8635736	99.9977	8635736	0	100
Public- Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0



Public- Non Institutions	Remote E-Voting							
	Venue e-voting	1364064	300	0.0220	287	13	95.6667	4.3333
	Postal Ballot (if applicable)		152	0	150	2	98.6842	1.3158
Total		452	0.0331	437	15	96.6814	3.3186	
Total		10000000	8636188	86.3619	8636173	15	99.9998	0.0002

**Item No.4.: To Appoint Mr. Harish Toshniwal as a Non Executive Director**

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100						
									Promoter and Promoter Group	Public- Institutions	Public- Non Institutions	Total		
													Remote E-Voting	Venue e-voting
Promoter and Promoter Group		(1)	8635936	99.9977	8635736	0	100	0						
									Remote E-Voting	0	0	0	0	
									Venue e-voting	0	0	0	0	
									Postal Ballot (if applicable)	0	0	0	0	
Public- Institutions		0	0	0.0220	287	13	95.6667	4.3333						
									Remote E-Voting	300	0	2	98.6842	1.3158
									Venue e-voting	152	0	0	0	0
									Postal Ballot (if applicable)	0	0	0	0	0
Public- Non Institutions		1364064	452	0.0331	437	15	96.6814	3.3186						
									Remote E-Voting	300	0	2	98.6842	1.3158
									Venue e-voting	152	0	0	0	0
									Postal Ballot (if applicable)	0	0	0	0	0
<b>Total</b>		<b>10000000</b>	<b>8636188</b>	<b>86.3619</b>	<b>8636173</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>						

**Item No.5.: To Appoint Mr. Sunil Bhandari as a Non Executive Director**

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100					
									Promoter and Promoter Group	Public- Institutions	Public- Non Institutions	Total	
													Remote E-Voting
Promoter and Promoter Group		(1)	8635936	99.9977	8635736	0	100	0					
									Remote E-Voting	8635736	0	0	0
									Venue e-voting	0	0	0	0
									Postal Ballot (if applicable)	0	0	0	0
<b>Total</b>		<b>8635936</b>	<b>8635736</b>	<b>99.9977</b>	<b>8635736</b>	<b>0</b>	<b>100</b>	<b>0</b>					



Public- Institutions	Remote E-Voting	0		0		0		0	
	Venue e-voting	0	0	0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	300	0.0220	286	14	95.3333	4.6667		
	Venue e-voting	152	0	150	2	98.6842	1.3158		
	Postal Ballot (if applicable)	0	0	-	0	0	0		
	Total	452	0.0331	436	16	96.4602	3.5398		
Total	10000000	8636188	86.3619	8636172	16	99.9998	0.0002		

Item No.6.: To Appoint Mr. Sunil Kumar Sanganeeria as a Non Executive Director

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	8635936	8635736	99.9977	8635736	0	100	0
	Venue e-voting	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	8635936	8635736	99.9977	8635736	0	100	0
Public- Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Venue e-voting	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	1364064	300	0.0220	286	14	95.3333	4.6667
	Venue e-voting	152	152	0.0111	150	2	98.6842	1.3158
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	1364064	452	0.0331	436	16	96.4602	3.5398
Total		10000000	8636188	86.3619	8636172	16	99.9998	0.0002

Item No.7.: To Appoint Ms Rusha Mitra as an Independent Director

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100





Promoter and Promoter Group	Remote E-Voting	8635736		99.9977	8635736	0	100	0
	Venue e-voting	0	0	0	0	0	0	0
Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
Total	8635736	8635736	99.9977	8635736	0	100	0	0
Public- Institutions	Remote E-Voting	0						
	Venue e-voting	0	0	0	0	0	0	0
Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	300	0.0220	287	13	95.6667	4.3333	0
	Venue e-voting	152	0	150	2	98.6842	1.3158	0
Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
Total	452	0.03314	437	15	96.6814	3.3186	0.0002	0
Total	10000000	8636188	86.3619	8636173	15	99.9998	0.0002	0

Item No.8.: To Appoint Mr. Trivikram Khaitan as an Independent Director

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	8635936	8635736	99.9977	8635736	0	100	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8635736	99.9977	8635736	0	100	0
Public- Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	1364064	300	0.0220	287	13	95.6667	4.3333
	Venue e-voting		152	0	150	2	98.6842	1.3158
	Postal Ballot (if applicable)		0	0	-	0	0	0
	Total		452	0.0331	437	15	96.6814	3.3186
Total	10000000	8636188	86.3619	8636173	15	99.9998	0.0002	

Item No.9.: To Appoint Mr. Kedarisetty Naga Mahesh Kumar as an Independent Director

Resolution required: (Ordinary/ Special): Ordinary Resolution

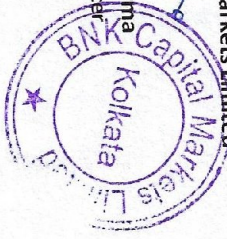
Whether promoter/ promoter group are interested in the agenda/resolution? No



Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting		8635736	99.9977	8635736	0	100	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8635936	8635736	99.9977	8635736	0	100	0
	Remote E-Voting		0	0	0	0	0	0
Public- Institutions	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	Remote E-Voting		300	0.0220	286	14	95.3333	4.6667
	Venue e-voting		152	0.0111	150	2	98.6842	1.3158
Public- Non Institutions	Postal Ballot (if applicable)	1364064	0	0	436	0	0	0
	Total	1364064	452	0.0331	16	16	96.4602	3.5398
	Total	10000000	8636188	86.36	8636172	16	99.9998	0.0002

For BNK Capital Markets Limited

*Satish Kumar Sharma*  
Satish Kumar Sharma  
Chief Financial Officer



**CONSOLIDATED**  
**SCRUTINIZER'S REPORT**  
**OF**  
**BNK CAPITAL MARKETS**  
**LIMITED.**

*Thirty Fifth Annual General Meeting  
Held on Friday, December 17, 2021  
At 4PM.*

**THROUGH VIDEO CONFERENCING/  
OTHER AUDIO VISUAL MEANS**

**TARUN GOYAL.**

PRACTISING COMPANY SECRETARIES

212 A JESSORE ROAD

CHANDA NIKET BUILDING

KOLKATA - 700089, INDIA

PHONE NO.: 9748347545

E- MAIL: tarun25255@gmail.com



**TARUN GOYAL**

COMPANY SECRETARIES

212-A, JESSORE ROAD. CHANDA NIKET BLDG.

3<sup>RD</sup>FLOOR, FLAT NO.3/1

KOLKATA-700089

Email id: tarun25255@gmail.com

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013, as amended, read with Rule 20 of the Companies

(Management and Administration) Rules, 2014, as amended]

### The Chairman

35<sup>th</sup> Annual General Meeting of the Members of BNK CAPITAL MARKETS LIMITED

Held on: Friday, December 17, 2021 at 4 pm.

Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on the process of Voting through Electronic Means pertaining to the Thirty Fifth Annual General Meeting of the Equity Shareholders of "BNK CAPITAL MARKETS LIMITED"

### A. APPOINTMENT

(i) I, Tarun Goyal, a Company Secretary in Practice, having ACS No.- 25255 & CoP No.- 9057, have been appointed as a Scrutinizer by the Board of Directors of BNK CAPITAL MARKETS LIMITED (the Company) at their Meeting held on 12<sup>th</sup> November, 2021 for the purpose of Scrutinizing the e-voting process (remote e-voting) and remote e-voting system during the meeting on the date of Thirty-Fifth Annual General Meeting (AGM) in a fair and transparent manner;

(ii) My appointment as a Scrutinizer was under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules");

(iii) My appointment as a Scrutinizer was also for ascertaining the requisite majority for the Resolutions proposed in the AGM's Notice dated 12<sup>th</sup> November 2021 issued to the Members of the Company in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 12, 2020, May 5, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs, Government of India (MCA) and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities Exchange



Tarun Goyal

Board of India. The AGM was held on Friday, 17<sup>th</sup> December, 2021 through Video Conferencing (VC) and Other Audio Visual Means (OAVM).

## **B. MANAGEMENT'S RESPONSIBILITY**

The Management of the Company is responsible to ensure the compliance with the requirement of

- (i) the Companies Act, 2013, as amended and the Rules made thereunder, as amended;
- (ii) the MCA Circulars; and
- (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") as amended.

relating to e-voting on the Resolutions contained in the Notice calling the AGM.

## **C. SCRUTINIZER'S RESPONSIBILITY**

My responsibility as a Scrutinizer for the e-voting process (i.e. by remote e-voting and remote e-voting during the meeting on the date of Thirty Fifth AGM) was restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions contained in the said notice of AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means i.e. by remote e-voting and remote e-voting system during the meeting on the date of AGM which was facilitated on the basis of data maintained by Registrar & Share Transfer Agent of the Company.

## **D. CUT-OFF DATE**

- (i) The Company dispatched Notice of the Thirty- Fifth AGM to the members by e-mail whose names were appeared on the Register of Members/List of Beneficiaries as notified by Depositories as on 12<sup>th</sup> November, 2021
- (ii) The Company had provided the facility of voting on the Resolutions proposed in the notice of the Thirty Fifth AGM through electronic means i.e. by remote e-voting and remote e- voting system during the meeting on the date of AGM to persons who were Members on the cut-off date of 10<sup>th</sup> December, 2021.

## **E. REMOTE E-VOTING PROCESS**

- (i) In accordance with the Notice dated November 12, 2021 sent to the Members and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as Amended) on 24<sup>th</sup> November, 2021, the e-voting opened at 09:00 AM on December 14, 2021 and remained open up to 5:00 P.M. on December 16, 2021;



Tarun Goyal

(ii) All votes cast in respect of Resolutions contained in the Notice of Thirty- Fifth AGM held on Friday, the December 17, 2021 have been considered for my scrutiny;

(iii) Particulars of all the votes cast by electronic means have been entered in a Register separately maintained for the purpose.

## **F. E-VOTING PROCESS DURING AGM**

(i) All members who opted to vote during the meeting on the date of AGM were provided with the facility of remote e- voting system;

(ii) I had obtained a complete record of votes cast by remote e-voting and voting during the meeting on the date of AGM from CDSL which was unblocked by CDSL after 15 (fifteen) minutes from the conclusion of e- voting at the AGM on Friday, the December 17, 2021;

(iii) I had unblocked the votes cast through remote e-voting and e-voting during the meeting on the date of AGM after 15 (fifteen) minutes from the conclusion of Thirty Fifth AGM.

## **G. REPORT**

I submit herewith my Scrutinizer's Report on the results of voting though remote e-voting and e-voting during the meeting on the date of AGM, which is as under: -

### **1.ORDINARY RESOLUTION**

To consider and adopt:

a) audited standalone financial statements of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors and Auditors thereon.

b) audited consolidated financial statements of the Company for the financial year ended 31st March, 2021 and the report of the Auditors thereon.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	33	8636022	1	150	34	8636172	99.9998
Against	4	14	2	2	6	16	0.0002
<b>Total</b>	<b>37</b>	<b>8636036</b>	<b>3</b>	<b>152</b>	<b>40</b>	<b>8636188</b>	<b>100</b>



*Tarun Goyal*

## 2. ORDINARY RESOLUTION

To declare dividend of Rs. 2.50 per equity share for the financial year ended March 31, 2021.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING AGM		TOTAL		PERCENTAGE OF VOTES CAST (%)
	NO	VOTES	NO	VOTES	NO	VOTES	
FAVOUR	34	8636023	1	150	35	8636173	99.9998
AGAINST	3	13	2	2	5	15	0.0002
TOTAL	37	8636036	3	152	40	8636188	100

## 3. ORDINARY RESOLUTION

To ratify the appointment of Ms. Santosh Chaudhary and Associates, Chartered Accountants as Auditors of the Company.

PARTICULARS	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	34	8636023	1	150	35	8636173	99.9998
Against	3	13	2	2	5	15	0.0002
Total	37	8636036	3	152	40	8636188	100

## 4. ORDINARY RESOLUTION

Appointment of Mr. Harish Toshniwal as a Non-Executive Director

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Vote	
Favour	34	8636023	1	150	35	8636173	99.9998



Tarun Goyal

**TARUN GOYAL**

COMPANY SECRETARIES

212-A, JESSORE ROAD. CHANDA NIKET BLDG.

3<sup>RD</sup>FLOOR, FLAT NO.3/1

KOLKATA-700089

Email id: tarun25255@gmail.com

Against	3	13	2	2	5	15	0.0002
Total	37	8636036	3	152	40	8636188	100

**5. ORDINARY RESOLUTION -**

Appointment of Mr. Sunil Bhandari as a Non- Executive Director.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	33	8636022	1	150	34	8636172	99.9998
Against	4	14	2	2	6	16	0.0002
Total	37	8636036	3	152	40	8636188	100

**6. ORDINARY RESOLUTION**

Appointment of Mr. Sunil Kumar Sangneria as a Non- Executive Director

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	33	8636022	1	150	34	8636172	99.9998
Against	4	14	2	2	6	16	0.0002
Total	37	8636036	3	152	40	8636188	100

**7. ORDINARY RESOLUTION**

Appointment of Ms. Risha Mitra as an Independent Director.

Particulars	Remote e-voting	e-Voting during AGM	Total	Percentage of Votes Cast (%)
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*Tarun Goyal*





**TARUN GOYAL**

COMPANY SECRETARIES

212-A, JESSORE ROAD. CHANDA NIKET BLDG.

3<sup>RD</sup> FLOOR, FLAT NO.3/1

KOLKATA-700089

Email id: tarun25255@gmail.com

	NO	Votes	NO	Votes	NO	Votes	
Favour	34	8636023	1	150	35	8636173	99.9998
Against	3	13	2	2	5	15	0.0002
Total	37	8636036	3	152	40	8636188	100

## 8. ORDINARY RESOLUTION

Appointment of Mr. Trivikram Khaitan as an Independent Director.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	34	8636023	1	150	35	8636173	99.9998
Against	3	13	2	2	5	15	0.0002
Total	37	8636036	3	152	40	8636188	100

## 9. ORDINARY RESOLUTION -

Appointment of Mr. Kedarisetty Naga Mahesh Kumar as an Independent Director

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	33	8636022	1	150	34	8636172	99.9998
Against	4	14	2	2	6	16	0.0002
Total	37	8636036	3	152	40	8636188	100



Tarun Goyal

Total	37	8636036	3	152	40	8636188	100
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## **H. SAFE CUSTODY OF RECORDS**

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the Thirty- Fifth AGM.

## **I. RESTRICTION ON USE**

This report has been issued at the request of the Company for

- (i) submission to the Stock Exchanges where the securities of the Company are listed,
- (ii) placing on website of the Company and
- (iii) placing on the website of the CDSL

This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

*Tarun Goyal*

Yours faithfully,

**TARUN GOYAL**

**(PRACTISING COMPANY SECRETARY)**

**MEMB NO 25255 CP NO 9057**

**UDIN: A025255C001812271**

Place: Kolkata

Date: 18<sup>TH</sup> DECEMBER 2021



Counter signed by:

The Chairman of the Meeting

**BHANDARI SUNIL**  
Digitally signed by  
BHANDARI SUNIL  
Date: 2021.12.18  
14:47:40 +05'30'