



# B.N.Rathi Securities Ltd.

CIN : L65993TG1985PLC005838  
Corporate Member : NSE / BSE / MCX  
Depository Participant of Central Depository Service (I) Ltd.

**REGISTERED OFFICE** : # 6-3-652, IV Floor, "Kautilya"  
Amrutha Estates, Somajiguda, Hyderabad - 500 082  
Tel. : 040 - 40527777, 40727777, Fax : 040-40526283  
bnrsl@bnrsecurities.com www.bnrsecurities.com

To,

Date: 27.06.2024

**BSE Limited**  
**P. J. Towers, Dalal Street**  
**Mumbai - 400 001**

Dear Sir/ Madam,

**Unit: B.N. Rathi Securities Limited (Scrip Code: 523019)**

**Sub: Outcome of 38<sup>th</sup> Annual General Meeting held on 27.06.2024**

With reference to the subject cited, this is to inform the Exchange that 38<sup>th</sup> Annual General Meeting of B.N. Rathi Securities Limited held on Thursday, 27.06.2024 at 10.00 A.M. at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004.

In this regard, Please find enclosed the following-

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I**
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II**.
3. Report of Scrutinizer dated August 10, 2019 Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III**.

The Meeting concluded at 10.42 A.M

This is for the kind information and records of the Exchange, please.

Thanking you.

**Yours faithfully,**  
**For B.N. Rathi Securities Limited**

**Hari Narayan Rathi**  
**Managing Director**  
**(DIN: 00010968)**





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## Annexure – 1

### Summary of proceedings of the 38<sup>th</sup> Annual General Meeting:

The 38<sup>th</sup> Annual General Meeting (AGM) of the Members of B.N. Rathi Securities Limited ('the Company') was held on Monday, June 27, 2024 at 10.00 A.M (IST) at the FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004. Shri Laxminiwas Sharma, chaired the meeting. He requested his colleagues on the dais to introduce themselves. The requisite quorum being present, the Chairman called the meeting to order. The Chairman delivered his speech and informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting. Members were requested to deposit the ballot papers in the ballot box.

The following items of business, as per the Notice of AGM dated June, 04, 2024 were transacted at the meeting.

1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2024 and the reports of the Boards' and Auditor's thereon.
2. Declaration of Dividend @15% on equity shares for the financial year 2023-24.
3. Re-appointment of Mr. Chetan Rathi as a director liable to retire by rotation.
4. Appointment of M/s. M Anandam & Co., Chartered Accountants as the Statutory Auditors.
5. Appointment Mr. B Lakshminarayana (DIN: 02766709) as an independent director of the company.
6. Appointment Mr. Laxminiwas Sharma (DIN: 00010899) as Non-Executive And Non Independent Director of the company.
7. Appointment Mr. Harishchandra Prasad Kanuri (DIN: 00012564) as Non-Executive And Non Independent Director of the company.
8. To re-appoint Mr. Chetan Rathi as Whole- Time Director and Chief Financial Officer of the company.
9. To reappoint Mr. Hari Narayan Rathi as managing director of the company..
10. Alteration Of The Object Clause Of The Memorandum Of Association Of The Company





Clarifications were provided to the queries raised by the members by Mr. Hari Narayan Rathi, Managing Director of the company.

The Board of Directors had appointed M/s. S.S. Reddy & Associates, Practicing Company Secretaries as the Scrutinizer to supervise the e - voting and ballot voting process. The detail of the voting results (remote e-voting and ballot) on all the resolutions as set out in the Notice of AGM is enclosed.

This is for your information and records.

Thanking you.

**Yours faithfully,  
For B.N. Rathi Securities Limited**

**Hari Narayan Rathi  
Managing Director  
(DIN: 00010968)**





# B.N.Rathi Securities Ltd.

CIN : L65993TG1985PLC005838  
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Depository Participant of Central Depository Service (I) Ltd.

**REGISTERED OFFICE** : # 6-3-652, IV Floor, "Kautilya"  
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bnrsi@bnrsecurities.com www.bnrsecurities.com

Annexure - II

To,

Date: 27.06.2024

**BSE Limited,  
Phiroze Jeejobhoy Towers,  
Dalal Street,  
Mumbai-400001**

Dear Sir/Madam,

**Unit: B.N. Rathi Securities Limited (Scrip Code: 523019)**

**Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results along with the Scrutinizer report for the business transacted at the 38<sup>th</sup> Annual General Meeting of the members of the Company held on Thursday, the June 27, 2024 at 10:00 a.m. (IST) at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004.

Based on the Scrutinizer report from M/s. S.S. Reddy & Associates, Practicing Company Secretaries, as annexed herewith, we confirm that all resolutions as set out in the Notice of the said AGM have been duly approved by the members with requisite majority.

The voting results along with the Scrutinizer report is also made available on the website of the Company.

This is for the information of the records of the exchange please.

Thanking You.

**Yours faithfully,**

**For B.N. Rathi Securities Limited**

**Hari Narayan Rathi  
Managing Director  
(DIN: 00010968)**



General information about company	
Scrip code	523019
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE710D01010
Name of the company	B N RATHI SECURITIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-06-2024
Start time of the meeting	10:00 AM
End time of the meeting	10:45 AM

Voting results	
Record date	20-06-2024
Total number of shareholders on record date	6167
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	57
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	10
Disclosure of notes on voting results	



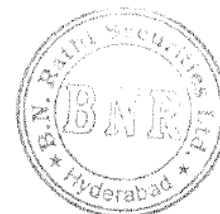
Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoters/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			ORDINARY - To receive, consider and adopt the Audited Balance Sheet as at March 31st, 2024, the Statement of Profit & Loss and Cash Flow Statement (Standalone and consolidated) for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.					
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoters/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ORDINARY - To declare dividend of 15% i.e. Rs. 1.50/- on equity shares of face value of Rs. 10/- for the financial year ended 31st March 2024.				
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)/(3)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ORDINARY - To appoint a director in place of Mr. Chetan Rathi (DIN: 00536441) who retires by rotation and being eligible, offers himself for re-appointment				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8066	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	





Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ORDINARY - Appointment of M/s. M Anandam & Co., Chartered Accountants as the Statutory Auditors of the company for period of 3 years.				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SPECIAL - Appointment Mr. B Lakshminarayana (DIN: 02766709) as an independent director of the company.				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SPECIAL - Appointment Mr. Laxminivas Sharma (DIN: 00010899) as Non Executive And Non Independent Director of the company.				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	Close)298	100	4880298	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution.								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SPECIAL - Appointment Mr. Harishchandra Prasad Kanuri (DIN: 00012564) as Non Executive And Non Independent Director of the company.				
Category	Made 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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				SPECIAL - To re-appoint Mr. Chetan Rathi as Whole- Time Director and Chief Financial Officer of the company				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				SPECIAL - To reappoint Mr. Hari Narayan Rathi as managing director of the company.				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SPECIAL - Alteration Of The Object Clause Of The Memorandum Of Association Of The Company				
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	E-Voting	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5369702	2169754	40.4073	2066805	102949	95.2553	4.7447
	Poll		96686	1.8006	96686	0	100	0
	Postal Ballot (if applicable)							
	Total		5369702	2266440	42.2079	2163491	102949	95.4577
Total		10250000	7146738	69.7243	7043789	102949	98.5595	1.4405
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	





# S.S. Reddy & Associates

Practicing Company Secretaries

**FORMNO.MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,  
**The Chairman**  
**B.N. Rathi Securities Limited**  
**6-3-652, IV Floor,**  
**Kautilya Amrutha Estates,**  
**Somajiguda, Telangana,**  
**Hyderabad – 500082**

**Sub: Scrutinizer report for 38<sup>th</sup> Annual General Meeting of Equity Shareholders of B .N. Rathi Securities Limited held on Thursday, 27.06.2024 at 10.00 A.M. at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004.**

I, **S. Sarveswar Reddy**, Practicing Company Secretary (proprietor of M/s S.S. Reddy & Associates) was appointed as Scrutinizer, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- (ii) voting by use of ballots at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad – 500004 and voting by electronic means for the resolution contained in the Notice of 38<sup>th</sup> Annual General Meeting of the Shareholders dated 14.05.2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from e-voting system provided by KFIN Technologies Limited, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities and voting by use of ballots at the AGM.





I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Monday, June 24<sup>th</sup>, 2024 up to 5.00 p.m. Wednesday, June 26<sup>th</sup>, 2024.
2. The voting rights were reckoned as on Thursday, June 20<sup>th</sup>, 2024 being the Cut-off date for the purpose of deciding the entitlements of members to vote on resolutions.
3. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinised and initialed by the scrutiniser. The ballots were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinised for the purpose of eliminating duplicate voting i.e., on remote e-voting as well as by use of ballot. As per the information given by the Company, the names of the shareholders who had voted through e-voting facility provided by KFIN Technologies Limited had been blocked and the ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
4. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted physically.
5. The votes on remote e-voting were unblocked at around 10:42 A.M. after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of KFIN Technologies Limited and the same are being handed over to the Chairman.
6. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFIN Technologies Limited had been blocked and only those members who were present at the AGM venue and who had not voted on remote e- voting were allowed to cast their votes through ballot voting at the AGM.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



SARVESWAR REDDY  
CP No. 7478  
COMPANY SECRETARY

**Resolution No. 1:**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT MARCH 31, 2024, THE STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENT (STANDALONE AND CONSOLIDATED) FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE NOTES ATTACHED THERETO, ALONG WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON.**

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
<b>Total</b>	<b>73</b>	<b>7043789</b>	<b>98.56</b>

**(ii) Voted against the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
<b>Total</b>	<b>1</b>	<b>102949</b>	<b>1.44</b>

**(iii) Invalid Votes:**

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Resolution No. 2:

TO DECLARE DIVIDEND OF 15% i.e., RS. 1.50/- ON EQUITY SHARES OF FACE VALUE OF RS. 10/- FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2024.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
Total	73	7043789	98.56

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
Total	1	102949	1.44

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-



**Resolution No. 3:**

**TO APPOINT A DIRECTOR IN PLACE OF MR. CHETAN RATHI (DIN: 00536441) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
<b>Total</b>	<b>73</b>	<b>7043789</b>	<b>98.56</b>

**(ii) Voted against the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
<b>Total</b>	<b>1</b>	<b>102949</b>	<b>1.44</b>

**(iii) Invalid Votes:**

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



**Resolution No. 4:**

**APPOINTMENT OF M/S. M ANANDAM & CO., CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY FOR A PERIOD OF 3 YEARS.**

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
<b>Total</b>	<b>73</b>	<b>7043789</b>	<b>98.56</b>

**(ii) Voted against the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
<b>Total</b>	<b>1</b>	<b>102949</b>	<b>1.44</b>

**(iii) Invalid Votes:**

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Resolution No. 5:

APPOINTMENT OF MR. B LAKSHMINARAYANA (DIN: 02766709) AS AN INDEPENDENT DIRECTIR OF THE COMPANY.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
Total	73	7043789	98.56

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
Total	1	102949	1.44

(iii)Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-





**Resolution No. 6:**

**APPOINTMENT OF MR. B LAKSHMINIVAS SHARMA (DIN: 00010899) AS A NON-EXECUTIVE AND NON-INDEPENDENT DIRECTIR OF THE COMPANY.**

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
<b>Total</b>	<b>73</b>	<b>7043789</b>	<b>98.56</b>

**(ii)Voted against the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
<b>Total</b>	<b>1</b>	<b>102949</b>	<b>1.44</b>

**(iii)Invalid Votes:**

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Resolution No. 7:

**APPOINTMENT OF MR. HARISHCHANDRA PRASAD KANURI (DIN: 00012564) AS A NON-EXECUTIVE AND NON-INDEPENDENT DIRECTIR OF THE COMPANY.**

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
<b>Total</b>	<b>73</b>	<b>7043789</b>	<b>98.56</b>

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
<b>Total</b>	<b>1</b>	<b>102949</b>	<b>1.44</b>

(iii)Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





**Resolution No. 8:**

**TO RE-APPOINT MR. CHETAN RATHI AS WHOLE- TIME DIRECTOR AND CHIEF FINANCIAL OFFICER OF THE COMPANY.**

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
<b>Total</b>	<b>73</b>	<b>7043789</b>	<b>98.56</b>

**(ii) Voted against the resolution:**

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
<b>Total</b>	<b>1</b>	<b>102949</b>	<b>1.44</b>

**(iii) Invalid Votes:**

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Resolution No. 9:

TO REAPPOINT MR. HARI NARAYAN RATHI AS MANAGING DIRECTOR OF THE COMPANY.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
Total	73	7043789	98.56

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
Total	1	102949	1.44

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-



Resolution No. 10:

**ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	45	6947103	97.21
Voting by Ballot	28	96686	1.35
Total	73	7043789	98.56

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	102949	1.44
Voting by Ballot	-	-	-
Total	1	102949	1.44

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-



8. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

For S. S. Reddy & Associates



Place: Hyderabad  
Date: 27.06.2024

S. Sarveswar Reddy  
Practicing Company Secretary  
M. No. 12619; CP No.7478  
UDIN: F012619F000627563