

# BENGAL & ASSAM COMPANY LIMITED

Secretarial Deptt. : 'Gulab Bhawan', 3<sup>rd</sup> Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002

Telephone: 011 - 68201888, 68201899, Fax: 011-23739475

## Through BSE Listing Centre

BACL:SECTL:SE:2023

13<sup>th</sup> September 2023

BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai-400 001

**Scrip Code: 533095**

Dear Sir,


**Re: Voting Results of the 76<sup>th</sup> Annual General Meeting (AGM) of the Company held on 12<sup>th</sup> September 2023 through Video Conferencing**

1. Please find attached herewith Consolidated Voting Results (Remote E-voting and E-voting during the AGM) on the Resolutions forming part of the Notice of the 76<sup>th</sup> AGM of the Company held on 12<sup>th</sup> September, 2023 at 3:00 P.M. through Video Conferencing (**Annexure-1**). It may be noted that all the Resolutions were duly passed at the AGM, with requisite majority.

2. We hereby further inform that Shri Namo Narain Agarwal, Company Secretary in Practice, Scrutinizer has submitted his Consolidated Report dated 13<sup>th</sup> September, 2023 on Remote e-Voting and the e-Voting during the AGM. A copy of the said report is also enclosed herewith (**Annexure -2**).

Thanking you and assuring you of our best attention at all times.

Yours faithfully,  
For Bengal & Assam Company Ltd.

  
(Dillip Kumar Swain)  
Company Secretary

Encl: a.a.

CC: Central Depository Services (India) Ltd.  
Marathon Futurex, A-Wing, 25th Floor,  
NM Joshi Marg, Lower Parel  
Mumbai-400013

CIN : L67120WB1947PLC221402, Website : www.bengalassam.com, E-mail : dswain@jkmil.com

Regd. Office : 7, Council House Street, Kolkata, West Bengal - 700 001

Telephone : 033 - 22486181 / 22487084, Fax : 033 - 22481641



**BENGAL AND ASSAM COMPANY LIMITED**

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

Date of the AGM		12th September 2023	
Total number of shareholders on record date		20688	
No. of shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group:		Not Applicable	
Public:		Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing			
Promoters and Promoter Group:		32	
Public:		52	

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution No. 1	(Ordinary)	Consideration and adoption of audited Financial Statements of the Company for the financial year ended 31st March, 2023 and Reports of the Board of Directors and Auditors thereon.						
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	E-Voting		8207462	100.00	8207462	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8207462	8207462	100.00	8207462	0	100.00	0.00
Public - Institutions	E-Voting		1120	0.25	1120	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	453574	1120	0.25	1120	0	100.00	0.00
Public - Non Institutions	E-Voting		827673	31.41	827672	1	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	2635292	827673	31.41	827672	1	100.00	0.00
<b>Total</b>		<b>11296328</b>	<b>9036255</b>	<b>79.99</b>	<b>9036254</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 2	(Ordinary)	Declaration of Dividend of Rs. 25/- per Equity Share (250%) for the financial year ended 31st March, 2023.						
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	E-Voting		8207462	100.00	8207462	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8207462	8207462	100.00	8207462	0	100.00	0.00
Public - Institutions	E-Voting		1120	0.25	1120	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	453574	1120	0.25	1120	0	100.00	0.00
Public - Non Institutions	E-Voting		827673	31.41	827672	1	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	2635292	827673	31.41	827672	1	100.00	0.00
<b>Total</b>		<b>11296328</b>	<b>9036255</b>	<b>79.99</b>	<b>9036254</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>



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Resolution No. 3	(Special)	Re-appointment of Shri Bharat Hari Singhania, Director (DIN: 00041156), liable to retire by rotation and continuation of his appointment as Non-Executive Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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		8207462	100.00	8207462	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8207462	8207462	100.00	8207462	0	100.00	0.00
Public - Institutions	E-Voting		1120	0.25	346	774	30.89	69.11
	Poll							
	Postal Ballot (if applicable)							
	Total	453574	1120	0.25	346	774	30.89	69.11
Public - Non Institutions	E-Voting		827673	31.41	824672	3001	99.64	0.36
	Poll							
	Postal Ballot (if applicable)							
	Total	2635292	827673	31.41	824672	3001	99.64	0.36
<b>Total</b>		<b>11296328</b>	<b>9036255</b>	<b>79.99</b>	<b>9032480</b>	<b>3775</b>	<b>99.96</b>	<b>0.04</b>

Resolution No. 4	(Special)	Re-appointment of Shri Upendra Kumar Gupta as 'Manager' with the designation 'Chief Executive Officer and Chief Financial Officer' of the Company for a period of three years w.e.f. 1st July, 2023						
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	E-Voting		8207462	100.00	8207462	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8207462	8207462	100.00	8207462	0	100.00	0.00
Public - Institutions	E-Voting		1120	0.25	445	675	39.73	60.27
	Poll							
	Postal Ballot (if applicable)							
	Total	453574	1120	0.25	445	675	39.73	60.27
Public - Non Institutions	E-Voting		1002498	38.04	1002497	1	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	2635292	1002498	38.04	1002497	1	100.00	0.00
<b>Total</b>		<b>11296328</b>	<b>9211080</b>	<b>81.54</b>	<b>9210404</b>	<b>676</b>	<b>99.99</b>	<b>0.01</b>

For Bengal & Assam Company Limited



(Dillip Kumar Swain)  
Company Secretary

Date: 13th September, 2023  
Place: New Delhi

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**NAMO NARAIN AGARWAL**

M. Com., L L B, FCS, Company Secretary

372, Narmada Apartments,  
Alaknanda,  
New Delhi – 110 019.

Phone : 011-42143477  
Mobile : 09899026864  
Email : nagarwal1939@gmail.com  
PAN : ABVPN0836B

To,  
**The Chairman of the 76<sup>th</sup> Annual General Meeting of  
Bengal & Assam Company Limited**  
(CIN: L67120WB1947PLC221402)

**13<sup>th</sup> September, 2023**

**Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Rules, 2014**

**SCRUTINIZER'S CONSOLIDATED REPORT  
ON**

**VOTES CAST BY REMOTE E-VOTING / E-VOTING AT COMPANY'S  
76<sup>th</sup> ANNUAL GENERAL MEETING HELD ON 12<sup>th</sup> September, 2023**

Pursuant to Notice dated 29<sup>th</sup> May, 2023, 76<sup>th</sup> Annual General Meeting of the company was held on 12<sup>th</sup> September, 2023, through Video Conferencing (VC) / Other Audio Visual Means (OAVM), for conducting **four items of business** of the Agenda.

I am appointed as a Scrutinizer for the purpose of voting with respect to the said items through remote e-voting and by e-voting taken at the said Meeting.

The Management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the relevant Rules for contents and passing of the resolutions contained in the Notice dated 29<sup>th</sup> May, 2023 convening the 76<sup>th</sup> Annual General Meeting (AGM).

My responsibility as Scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "assent" and "dissent" the resolutions based on e-voting by the members and reports generated from the e-voting system provided by Central Depository Services Limited (CDSL).



**Accordingly, I submit my report as under:**

1. After conclusion of e-voting at the AGM, the votes cast through remote e-voting prior to the AGM and by e-voting at the AGM were unblocked at 4.18 PM, in the presence of two witnesses (not in the employment of the company).
2. Based on the details containing list of Members, who cast their votes through remote e-voting (as downloaded from CDSL portal) and the votes cast by the Members through e-voting at the AGM, **consolidated result** of voting “assent” and “dissent” on the **four** items of business is as follows:-

**Item no. 1 (Ordinary Resolution)**

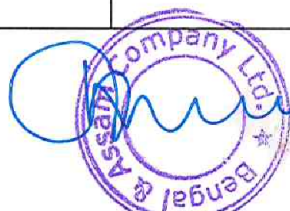
Consideration and adoption of the audited financial statements of the Company (including audited consolidated financial statements) for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon

Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	9036253	1	9036254	106
E-voting at AGM	1	-	1	1
Total	9036254	1	9036255	107
%age of total votes cast	100%	NIL	100%	-

**Item no. 2 (Ordinary Resolution)**

Declaration of Dividend of Rs. 25/- per Equity Share (250%) for the financial year ended 31<sup>st</sup> March, 2023

Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	9036253	1	9036254	106
E-voting at AGM	1	-	1	1
Total	9036254	1	9036255	107
%age of total votes cast	100%	NIL	100%	-





**Item no. 3 (Special Resolution)**

Re-appointment / Continuation of Shri Bharat Hari Singhania (DIN: 00041156), aged 85 years, as Non-Executive Director liable to retire by rotation

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	9032479	3775	9036254	106
E-voting at AGM	1	-	1	1
Total	9032480	3775	9036255	107
%age of total votes cast	99.96%	0.04%	100%	-

**Item no. 4 (Special Resolution)**

Re-appointment of Shri Upendra Kumar Gupta as ‘Manager’ with the designation of ‘Chief Executive Officer and Chief Financial Officer’ of the Company for a period of three years w.e.f. 1<sup>st</sup> July, 2023

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	9035578	676	9038254	106
E-voting at AGM	174826	-	174826	4
Total	9210404	676	9211080	110
%age of total votes cast	99.99%	0.01%	100%	-


I did not find any e-voting invalid.

**All ordinary and special resolutions were thus passed with requisite majority.**

  
(Namo Narain Agarwal)  
CP 3331, FCS 234  
UDIN: F000234E000989464



Countersigned  
For Bengal & Assam Company Limited

  
(Dilip Kumar Swain)  
Company Secretary as authorised  
by Chairman of the Meeting

