



## BHAGWATI AUTOCAST LIMITED

September 21, 2023

To,  
**BSE Limited**  
Mumbai  
Security Code: **504646**

Dear Sir,

Sub.: **Disclosure of Voting Results of 41st Annual General Meeting of the Company and Consolidated Scrutinizers' report**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Voting results (remote e-voting and e-voting at AGM) for the business transacted at 41st Annual General Meeting (AGM) of the Company through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) along with the Consolidated Scrutinizers' report.

Sl. No.	Particulars	Details
1.	Date of the 41st AGM	Wednesday, 20th September, 2023
2.	Total number of shareholders on record date, viz. 12th September, 2023	2708
3.	No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"><li>• Promoters and Promoter Group:</li><li>• Public:</li></ul>	Not Applicable
4.	No. of shareholders attended in the meeting through Video Conferencing: <ul style="list-style-type: none"><li>• Promoters and Promoter Group:</li><li>• Public:</li></ul>	4 23

The above information will also be available on the website of the Company.

We request you to take the same on your records.

Thanking You.

Yours faithfully,  
**For, Bhagwati Autocast Limited**

**Mehul Naliyadhara**  
**Company Secretary & Compliance officer**  
Encl.: A/a.

**Bhagwati Autocast Limited – 41st Annual General Meeting – 20th September, 2023**

**Resolution / Agenda wise details of voting (including votes cast by Remote e-voting and e-voting at AGM) are as under:**

<b>Resolution No. 1: To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 and the report of the Board of Directors and Auditors thereon</b>								
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
<b>Promoter and Promoter Group</b>	E-Voting	21,28,586	21,28,586	100.00	21,28,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		21,28,586	21,28,586	100.00	21,28,586	0	100.00
<b>Public- Institutions</b>	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public-Non Institutions</b>	E-Voting	7,52,098	24,675	3.28	24,675	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		7,52,098	24,675	3.28	24,675	0	100.00
<b>Total</b>		<b>28,80,684</b>	<b>21,53,261</b>	<b>74.75</b>	<b>21,53,261</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 2: To declare dividend on equity shares for the financial year ended March 31, 2023</b>								
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
<b>Promoter and Promoter Group</b>	E-Voting	21,28,586	21,28,586	100.00	21,28,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		21,28,586	21,28,586	100.00	21,28,586	0	100.00
<b>Public- Institutions</b>	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public-Non Institutions</b>	E-Voting	7,52,098	24,675	3.28	24,675	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		7,52,098	24,675	3.28	24,675	0	100.00
<b>Total</b>		<b>28,80,684</b>	<b>21,53,261</b>	<b>74.75</b>	<b>21,53,261</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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<b>Resolution No. 3: To appoint director in place of Dr. Pravin N. Bhagwati (DIN: 00096799), who retires by rotation and being eligible offered himself for re-appointment</b>								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
<b>Promoter and Promoter Group</b>	E-Voting	21,28,586	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		21,28,586	0	0.00	0	0	0.00
<b>Public- Institutions</b>	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public-Non Institutions</b>	E-Voting	7,52,098	24,675	3.28	24,675	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		7,52,098	24,675	3.28	24,675	0	100.00
<b>Total</b>		<b>28,80,684</b>	<b>24,675</b>	<b>0.86</b>	<b>24,675</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 4: Approval of remuneration of Ms. Reena P. Bhagwati, as Managing Director</b>								
Resolution required: (Ordinary/ Special)			Special Resolution					
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
<b>Promoter and Promoter Group</b>	E-Voting	21,28,586	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		21,28,586	0	0.00	0	0	0.00
<b>Public- Institutions</b>	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public-Non Institutions</b>	E-Voting	7,52,098	24,675	3.28	24,675	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		7,52,098	24,675	3.28	24,675	0	100.00
<b>Total</b>		<b>28,80,684</b>	<b>24,675</b>	<b>0.86</b>	<b>24,675</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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<b>Resolution No. 5: Approval for make loan(s) or give guarantee(s) or provide any security(ies) in connection with loan(s) made or Investment of funds</b>								
Resolution required: (Ordinary/ Special)			Special 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
<b>Promoter and Promoter Group</b>	E-Voting	21,28,586	21,28,586	100.00	21,28,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		21,28,586	21,28,586	100.00	21,28,586	0	100.00
<b>Public- Institutions</b>	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public-Non Institutions</b>	E-Voting	7,52,098	24,675	3.28	24,675	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		7,52,098	24,675	3.28	24,675	0	100.00
<b>Total</b>		<b>28,80,684</b>	<b>21,53,261</b>	<b>74.75</b>	<b>21,53,261</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 6: To approve and ratify the remuneration of Cost Auditor</b>								
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
<b>Promoter and Promoter Group</b>	E-Voting	21,28,586	21,28,586	100.00	21,28,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		21,28,586	21,28,586	100.00	21,28,586	0	100.00
<b>Public- Institutions</b>	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public-Non Institutions</b>	E-Voting	7,52,098	24,675	3.28	24,675	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		7,52,098	24,675	3.28	24,675	0	100.00
<b>Total</b>		<b>28,80,684</b>	<b>21,53,261</b>	<b>74.75</b>	<b>21,53,261</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Accordingly, the Resolution Nos. 1 to 6 as mentioned in the Notice of 41st Annual General Meeting (AGM) held on 20th September, 2023 has been passed with requisite majority through remote e-voting and e-voting at AGM.

Place: Bavla

Date: 21st September, 2023



## **CHIRAG SHAH & ASSOCIATES**

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,

Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118\_min@yahoo.com

### **Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman,

41<sup>st</sup> Annual General Meeting ("the AGM") of the Equity Shareholders of

**BHAGWATI AUTOCAST LIMITED ("the Company")**

held on Wednesday, September 20, 2023

at 11:00 a.m through

Video Conferencing/

Other Audio Visual Means

**Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility to the shareholders present at the AGM through Video Conferencing/ Other Audio Visual Means in respect of the resolutions (businesses) contained in the Notice dated May 30, 2023**

Dear Sir,

I, Chirag B Shah, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the Voting through Remote E-voting and E-voting facility to the shareholders present at the AGM through Video Conferencing/ Other Audio Visual means ("VC/OAVM") on the below mentioned resolution(s), at the AGM of the Equity Shareholders of the Company held on Wednesday, September 20, 2023 at 11:00 a.m, submit my report as under:

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the E-voting facility to the shareholders present at the AGM through VC/OAVM and Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated May 30, 2023 ("Notice"), through Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM.

1. After the time fixed for E-voting facility to the shareholders present at the AGM through VC / OAVM by the Chairman, electronic voting system for Voting was started.
2. The company had appointed National Securities Depository Limited (“NSDL”) as the Agency for providing e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not casted their votes earlier through remote e-voting facility.
3. The remote e-voting period remained open from Saturday, September 16, 2023 at 9.00 a.m. to Tuesday, September 19, 2023 at 5.00 p.m.
4. The shareholders holding shares as on the “cut off” date i.e. Tuesday, September 12, 2023 were entitled to vote on the proposed resolutions (Items No. 1 to 6 as set out in the Notice).
5. The votes were unblocked on September 20, 2023 at around 12:00 p.m. in the presence of two witnesses Mr. Raimeen Maradiya and Ms. Charmi Shah who are not in the employment of the Company.
6. The result of the scrutiny of voting by Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM, in respect of resolutions (businesses) contained in the Notice is as under:

**a) Resolution No. 1 - (Ordinary Resolution):**

Adoption of audited financial statements of the Company for the financial year ended March 31, 2023 and the report of the Board of Directors and Auditors thereon

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	2153261	41	100.00%
Total	2153261	41	100.00%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	0	0
Total	0	0

**b) Resolution No. 2 - (Ordinary Resolution):**

Declaration of Dividend on Equity Shares for the financial year ended March 31, 2023.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	2153261	41	100.00%
Total	2153261	41	100.00%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	0	0
Total	0	0

c) **Resolution No. 3 - (Ordinary Resolution):**

Re-appointment of Dr. Pravin N. Bhagwati (DIN:00096799), as a Director of the Company who retires by rotation.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	24675	36	100.00%
Total	24675	36	100.00%



(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	0	0
Total	0	0

**d) Resolution No. 4 - (Special Resolution):**

Approval of remuneration of Ms. Reena P. Bhagwati, as Managing Director

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	24675	36	100.00%
Total	24675	36	100.00%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	0	0
Total	0	0

e) **Resolution No. 5 - (Ordinary Resolution):**

Approval to make loan(s) or give guarantee(s) or provide any security(ies) in connection with loan(s) made or Investment of funds

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	2153261	41	100.00%
Total	2153261	41	100.00%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	0	0
Total	0	0

**f) Resolution No. 6 - (Ordinary Resolution):**

To approve and ratify the remuneration of Cost Auditor

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	2153261	41	100.00%
Total	2153261	41	100.00%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	0	0
Total	0	0

7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,  
Yours faithfully,

Counter Signed by

**Chirag B Shah**  
**Scrutinizer**  
Practicing Company Secretary  
FCS: 5545; CP: 3498  
UDIN: F005545E001053867  
Peer Review Cert. No.: 704/2020  
Place: Ahmedabad  
Date: September 21, 2023

**Mehul Naliyadhara**  
**Company Secretary & Compliance Officer**  
Bhagwati Autocast Limited  
Membership No. ACS 39558