

# **BSEL INFRASTRUCTURE REALTY LIMITED**

CIN : L99999MH1995PLC094498

Regd. Office : 737, 7th Floor, The Bombay Oilseeds & Oils Exchange Premises Co-op, Soc. Ltd.,  
The Commodity Exchange, Plot No. 2,3 & 4, Sector-19-A, Vashi, Navi Mumbai-400 705.  
Tel. : +91-22-6512 3124, Tele fax : +91 22 2784 4401, website : www. bsel.com



**Date: 11<sup>th</sup> September, 2023**

To,  
**BSE Limited**  
Listing Department,  
Phiroze Jeejeebhoy Towers  
Dalal Street; Fort  
Mumbai 400 001  
Script Code: 532123  
ISIN: INE395A01016

Dear Sir/Madam,

**Sub.: Scrutinizer's Report and Voting Results**

**Ref.: Regulation 44 of the SEBI (LODR) Regulations, 2015**

With reference to the 28<sup>th</sup> Annual General Meeting ("AGM") of the Company which was held on Saturday, September 9, 2023 at 9:00 a.m. IST at Abbott Hotel, Plot No.25, Sector 2, Vashi, Navi Mumbai, Maharashtra 400703 for the matters as stated in the Notice sent to the Shareholders.

The Shareholders were provided a facility of voting on the resolutions through remote E-voting and voting at the AGM.

In this connection, please find enclosed, the following disclosures pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Companies Act, 2013 ("The Act"):

1. Report of Scrutinizer dated September 11, 2023 pursuant to Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 – Enclosed as **Annexure-1**;
2. Voting Results pursuant to Regulation 44 of Listing Regulations – Enclosed as **Annexure-2**.

Kindly take the same on record.

Yours sincerely,

**For BSEL Infrastructure Realty Limited**

MONIKA  
DILIPKUMAR  
NATHANI  
R NATHANI

Digitally signed by  
MONIKA DILIPKUMAR  
NATHANI  
Date: 2023.09.11  
16:49:08 +05'30'

**Monika Nathani**

# **BSEL INFRASTRUCTURE REALTY LIMITED**

**CIN : L99999MH1995PLC094498**

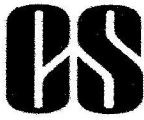
Regd. Office : 737, 7th Floor, The Bombay Oilseeds & Oils Exchange Premises Co-op, Soc. Ltd.,  
The Commodity Exchange, Plot No. 2,3 & 4, Sector-19-A, Vashi, Navi Mumbai-400 705.  
Tel. : +91-22-6512 3124, Tele fax : +91 22 2784 4401, website : [www.bsel.com](http://www.bsel.com)

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**Company Secretary & Compliance Officer**  
**M No. 19222**

Encl.: as above.



# Sunita Dube & Associates

Office Address: G-50, Ground Floor, Cine Wonder mall, Kapurbawdi, Thane West-400607 (M) +919967790055  
E-mail: [cssunitadube@gmail.com](mailto:cssunitadube@gmail.com)

**Form No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman,  
**Santosh Shambhu Tambe**

28<sup>th</sup> Annual General Meeting of the members of **BSEL INFRASTRUCTURE REALTY LIMITED (CIN: L99999MH1995PLC094498)** held on Saturday, 09<sup>th</sup> September, 2023 at 9.00 a.m. at Abbott Hotel, Plot No.25, Sector 2, Vashi, Navi Mumbai, Maharashtra 400703, Maharashtra, India

**Sub: Passing of the Resolution(s) through remote E-Voting and Ballot papers pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir,

The Board of Directors of **BSEL INFRASTRUCTURE REALTY LIMITED** (hereinafter referred to as the "Company") at its meeting held on 25<sup>th</sup> May, 2023 has appointed me as the Scrutinizer for the remote E-Voting process as well as to scrutinize the voting through Physical Ballot papers received from the members at the venue of the Annual General Meeting pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with the Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. I say, I am familiar and well-versed with the concept of electronic voting system as prescribed under the said Rules.

**Report on Scrutiny:**

- The company has appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided an Electronic Voting system for Remote E-Voting by the Members on all items of the Ordinary and Special business sought to be transacted in the 28<sup>th</sup> Annual General Meeting of the company, which was held on Saturday, 09<sup>th</sup> September, 2023.
- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com>. The Company has uploaded all the items of the business to be transacted at the Annual General Meeting on the website of the Company and also on CDSL website to facilitate their members to cast their vote through Remote E-Voting.
- The Cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 14<sup>th</sup> August, 2023 (Physical & E-mail) and as on that date, there were 52548 members of the Company. The Company had sent the notices of the Annual General Meeting along with Annual Report 2022-23 and E-Voting process by email.
- The Notices sent contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 02<sup>nd</sup> September, 2023.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days from 06<sup>th</sup> September, 2023 at 09:00 a.m. (IST) to 08<sup>th</sup> September, 2023 till 5.00 p.m. (IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published before the date of the AGM in English language in 'Financial Express' newspapers dated 15<sup>th</sup> August, 2023 having country-wide circulation and in Marathi language in 'Lakshadeep' newspaper dated 15<sup>th</sup> August, 2023. The

notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.

- At the venue of the 28<sup>th</sup> Annual General Meeting of the Company held on 09<sup>th</sup> September, 2023, the facility to vote through Ballot papers was made available to facilitate those members present in the meeting but could not participate in the Remote E-Voting to cast their votes.
- On 09<sup>th</sup> September, 2023, after counting of the votes conducted at the venue of the Annual General Meeting through Ballot papers, the votes cast through Remotes E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vijay Chouhan and Ms. Monika Nathani who acted as the witnesses, as prescribed in sub-rule 4 (xii) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.
- After the voting at the Annual General Meeting was concluded, the locked ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above, and Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the company.
- The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- Thereafter, I as a Scrutinizer, duly compiled the details of Remote E-Voting, Postal Ballot and the facility of voting through Ballot papers provided at the venue of the Annual General Meeting the details of which are as follows:

**The combined result of the remote E-Voting, Postal Ballot together with that of the voting concluded at the Annual General Meeting by way of Ballot papers are as under:**

Details	Remote E-Voting	Voting through Poll at Annual General Meeting	Total voting
Number of members who cast their votes	71	50	121
Total number of shares held by them	222334	22251459	22473793
Valid votes	As per details provided in each one of the Resolution (s) mentioned thereunder		
Invalid votes	As mentioned in each Resolution		

The result of the Poll and E-Voting is as under:

**ORDINARY RESOLUTION:**

**Ordinary Business**

**1. Item No. 1 of the Notice:**

To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon; (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon:

- (i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
121	22473793	100

- (ii) Voted against the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 14<sup>th</sup> August 2023 has been passed with requisite majority.

**2. Item No. 2 of the Notice:**

Re-appointment of Ms. Anamika Jeevan Kamble (DIN: 09824238) a director liable to retire by rotation, seek re-appointment as the Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
121	22473793	100

(i) Voted against the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(ii) **Invalid Votes**

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 14<sup>th</sup> August 2023 has been passed with requisite majority.

**3. Item No. 3 of the Notice:**

**Special Business**

Approval for change in the name of the Company and consequent amendment in Memorandum and Articles of Association of the Company:

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
121	22473793	100

(ii) Voted against the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Based on aforesaid Results, Special Resolution Contained in Item no.3 of the Notice dated 14<sup>th</sup> August 2023 has been passed with requisite majority.

**4. Item No. 4 of the Notice:**

To adopt new set of Memorandum of Association as per Companies Act, 2013

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
121	22473793	100

(ii) Voted against the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Based on aforesaid Results, Special Resolution Contained in Item no.4 of the Notice dated 14<sup>th</sup> August 2023 has been passed with requisite majority.

**5. Item No. 5 of the Notice:**

To adopt new set of Articles of Association as per Companies Act, 2013

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
121	22473793	100

(ii) Voted against the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

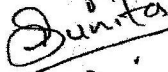
(iii) **Invalid Votes**

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
0	0	0

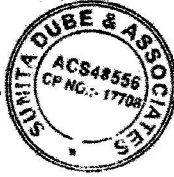
Based on aforesaid Results, Special Resolution Contained in Item no.5 of the Notice dated 14th August 2023 has been passed with requisite majority.

All the Resolutions mentioned in the notice of Annual General Meeting dated 14<sup>th</sup> August, 2023 as per the details given above stand passed under Remote E-Voting, Postal ballot and voting conducted at Annual General Meeting by way of poll/Ballot papers with the requisite majority and hence deemed to be passed as on date of the Annual General Meeting. I hereby confirm that I am maintaining the Registers received from the CDSL both electronically and manually, in respect of the votes cast through Remote e-voting, Postal ballot and voting conduct at Annual General Meeting by way of Poll papers by the Members of the Company. The Poll papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed to the Company Secretary for safe keeping. after the signatures of the Chairman on Minutes of the Annual General Meeting.

Thanking You,  
Yours Faithfully



Sunita Dube  
ACS No. 48556  
COP No. 17708

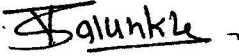


Date: 11<sup>th</sup> September, 2023  
Place: Navi Mumbai  
UDIN: A048556E000982764  
Peer Review Certificate No. 2462/2022

Witness:



Vijay Chouhan



Vikas T Salunkhe

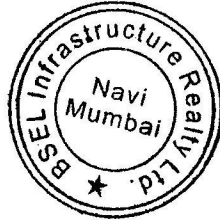
Countersigned and Received the Report

For, BSEL Infrastructure Realty Limited



Santosh Shambhu Tambe  
Chairman and Managing Director

DIN: 09668177  
Date: 11/09/2023  
Place: Navi Mumbai



	BSEL INFRASTRUCTURE REALTY LIMITED
Date of the AGM/EGM	09.09.2023
Total number of shareholders on record date	52548
No. of shareholders present in the meeting either in person or through proxy:	50
Promoters and Promoter Group:	9
Public:	41
No. of Shareholders attended the meeting through Video Conferencing	-
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: (a) The Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023, the Reports of the Board of Directors and Auditors thereon; and (b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, the Reports of the Auditors thereon.									
Whether promoter/ promoter group are Interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	87,25,308	0	0.0000	0	0	0.0000	0	0	0
	Poll		87,25,308	100.0000	87,25,308	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		87,25,308	100	87,25,308	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	2,25,418	2,22,334	98.6300	2,22,334	0	0.0000	0.0000	0	0
	Poll		3,084	1.3700	3,084	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		2,25,418	100	2,25,418	0	100.0000	0.0000	0	0
Total		2,24,73,793	2,24,73,793	100.0000	2,24,73,793	0	100.0000	0.0000	0	0



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY -Re-appointment of Ms. Anamika Jeevan Kamble (DIN: 09824238) a director liable to retire by rotation, seek re-appointment as the Director of the Company.									
Whether promoter/ promoter group are Interested In the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	87,25,308	0	0.0000	0	0	0.0000	0	0	0
	Poll		87,25,308	100.0000	87,25,308	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		87,25,308	100	87,25,308	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	2,25,418	2,22,334	98.6319	2,22,334	0	100.0000	0.0000	0	0
	Poll		3,084	1.3681	3,084	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		2,25,418	100	2,25,418	0	100.0000	0.0000	0	0
Total		2,24,73,793	2,24,73,793	100.0000	2,24,73,793	0	100.0000	0.0000	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for change in the name of the Company and consequent amendment in Memorandum and Articles of Association of the Company									
Whether promoter/ promoter group are Interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	87,25,308	0	0.0000	0	0	0.0000	0	0	0
	Poll		87,25,308	100.0000	87,25,308	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		87,25,308	100	87,25,308	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	2,25,418	2,22,334	98.6319	2,22,334	0	100.0000	0.0000	0	0
	Poll		3,084	1.3681	3,084	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		2,25,418	100	2,25,418	0	100.0000	0.0000	0	0
Total	2,24,73,793	2,24,73,793	100.0000	2,24,73,793	0	100.0000	0.0000	0	0	

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - To adopt new set of Memorandum of Association as per Companies Act, 2013									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	87,25,308	0	0.0000	0	0	0.0000	0	0	0
	Poll		87,25,308	100.0000	87,25,308	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		87,25,308	100	87,25,308	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	2,25,418	2,22,334	98.6319	2,22,334	0	100.0000	0.0000	0	0
	Poll		3,084	1.3681	3,084	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		2,25,418	100	2,25,418	0	100.0000	0.0000	0	0
Total		2,24,73,793	2,24,73,793	100.0000	2,24,73,793	0	100.0000	0.0000	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL -To adopt new set of Articles of Association as per Companies Act, 2013									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	87,25,308	0	0.0000	0	0	0.0000	0	0	0
	Poll		87,25,308	100.0000	87,25,308	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		87,25,308	100	87,25,308	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	2,25,418	2,22,334	98.6319	2,22,334	0	100.0000	0.0000	0	0
	Poll		3,084	1.3681	3,084	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		2,25,418	100	2,25,418	0	100.0000	0.0000	0	0
Total		2,24,73,793	2,24,73,793	100.0000	2,24,73,793	0	100.0000	0.0000	0	0

It is to be noted that:

1. The votes cast does not include invalid votes.
2. All the aforesaid resolutions were passed by the members of the Company with requisite majority.

For BSEL Infrastructure Realty Limited

*Santosh Sambhu Tambe*  
**Santosh Sambhu Tambe**  
 Chairman & Managing Director  
 DIN: 09668177

