

BEDMUTHA INDUSTRIES LIMITED



CIN - L 31200MH1990PLC057863

MANUFACTURER & EXPORTER OF

★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES



★ ACSR CORE WIRES

★ CABLE ARMOURING WIRE & STRIPS

★ STAY WIRES & EARTH WIRES

★ M.S. & H.B. WIRES

★ SPRING STEEL WIRES

★ ROLLING QUALITY WIRES

★ P.C. WIRE & P.C. STRAND WIRES

★ ROPE WIRES

★ BARBED WIRE

★ CHAIN LINK FENCINGS

★ WIRE NAILS

★ BINDING WIRES

Date: 26/12/2019

To
Department of Corporate Services,
BSE Ltd
Phiroj Jeejibhoy Towers, Dalal Street,
Mumbai – 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 0051

Scrip Code: 533270, Scrip Symbol: BEDMUTHA

Dear Sir/Madam,

Sub.: Submission of Voting Results and Scrutinizer Report of the 29th Annual General Meeting (29thAGM) held on 24th December, 2019

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith result of voting (Remote e-voting as well as voting done through Ballot Form at the AGM venue) in the prescribed format along with the Combined Report given by S. Anantha & Ved LLP, Practicing Company Secretaries, Scrutinizer for the resolutions proposed at the Annual General Meeting held on 24th December 2019 at Hotel Saiways, F-4, Sinnar-Shirdi Road, STICE, Sinnar, Nashik - 422103.

Kindly take a note of the same.

Thanking You,

For and on behalf of
Bedmutha Industries Limited

AJ Topale

Ajay Topale

Company Secretary & Compliance Officer

Membership no.: A26935



Regd. Office : Plot No. A-31 to 35 & 57, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph. 02551-240320, 240481, Fax - 240482

Corporate Office : B-301/302, Sai Classic, Off. Palm Acres, Gavanpada Mulund (E) Mumbai. Ph.: (022) 21634422, 21637674/75, Fax - 022-21631667

Works : Plant -1, Plot No. A-31 to 35 & 57, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240069, Fax - 240482

Plant -2, Plot No. A-70,71,72, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240420, Fax - 240482

Plant -3, Plot No. B-113, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240367, Fax - 240482

Plant -4, Plot No. B-140, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240068, Fax - 240482

Plant -6, Plot No. E-1, MIDC Nardana, Phase - II, Waghadi - Khurd, Tal - Shindkheda, Dist - Dhule Ph.: 02562 - 262625

E-mail Sinnar :- bwcl.sales@bedmutha.com

Mumbai :- bedmuthawires@rediffmail.com

Web :- www.bedmutha.com



REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

25th December, 2019

To

The Chairman

Bedmutha Industries Limited

A-70/71/72, Stice, Musalgaon MIDC, Sinnar Shirdi Road, Sinnar, Nashik – 422112

29th (TwentyNinth) Annual General Meeting (AGM) of the Equity Shareholders of Bedmutha Industries Limited held on Tuesday, December 24, 2019 at 12:00 Noon at Hotel Saiways, F-4, Sinnar - Shirdi Road, STICE, Sinnar, Nashik – 422 103

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 12 (1) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot Forms* at the Annual General Meeting of Bedmutha Industries Limited held on Tuesday, December 24, 2019 at 12:00 Noon.

I, Dilip Maharana, Company Secretary (ACS:23014; CP:22057), Designated Partner of S. Anantha&Ved LLP, Practising Company Secretaries, (LLPIN:AAH-8229), who were appointed as the Scrutinizers by the Board of Directors of **Bedmutha Industries Limited** (the 'Company') vide resolution dated 12th November, 2019, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, to scrutinize and report on the electronic voting ('remote e-voting') and the voting through Ballot by the shareholders of the Company in respect of the resolutions proposed to be passed at the 29th (Twenty Ninth) Annual General Meeting of the members of the Company to be held on **Tuesday, December 24, 2019 at 12:00 Noon at Hotel Saiways, F-4, Sinnar - Shirdi Road, STICE, Sinnar, Nashik – 422 103**, submit our report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and voting by use of ballot by the shareholders on the resolutions proposed in the notice of the 29th Annual General Meeting of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and through ballot is conducted in a fair and transparent manner and to submit to the Chairman, the consolidated Scrutinizer's Report of the total votes cast in

**(by the shareholder himself or through authorized representative or by proxy attending the AGM, eligible to vote thereat)*

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UDIN : A023014A000485841

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favour or against, if any, on the resolutions, based on the report generated electronically and by voting through ballot.

2. As per the Notice of 29th Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on December 03, 2019, in English Newspaper "Free Press Journal" and in Vernacular language (Marathi) "Nav Shakti", the remote e-voting opened at 09.00 A.M. (IST) on Saturday, December 21, 2019 and remained open until 05.00 P.M. (IST) on Monday, December 23, 2019.
3. The Shareholders holding the Equity Shares of the Company as on Tuesday, December 17, 2019 viz. the "**cut-off date**", were entitled to vote on the resolutions stated in the Notice of the 29th Annual General Meeting of the Company.
4. After the 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 them. 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 scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the Authorizations / proxies lodged with the Company.
5. The ballots, which were found incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
6. The votes on remote e-voting were unblocked, in the presence of two witnesses who are not the employees of the Company, at around 1.20 P.M. after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") www.evotingindia.com and the same will be handed over to the Chairman subsequently.
7. The total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

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A. Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	1,74,96,106	94.97
Voting by ballot	34	9,26,484	5.03
Total	52	1,84,22,590	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	2	1,45,194	100.00
Total	2	1,45,194	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 1

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,84,22,590	99.22
Votes against	1,45,194	0.78
Total	1,85,67,784	100.00

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B. Resolution No. 2: Ordinary Resolution

Re-appointment of Mr. Ajay Vedmutha (DIN: 01726879), as a Director liable to retire by rotation:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	9,55,621	100.00
Total	36	9,55,622	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	-
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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C. Resolution No. 3: Special Resolution

Continuation of Mr. Vasant Balawantrao Joshi (DIN: 07348931) as an Independent Director of the Company:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	1,74,96,106	94.23
Voting by ballot	35	10,71,628	5.77
Total	53	1,85,67,734	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	1	50	100.00
Total	1	50	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,85,67,734	100.00
Votes against	50	0
Total	1,85,67,784	100.00

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D. Resolution No. 4: Special Resolution

Re-appointment of Mr. Narayan Marotrao Kadu (DIN: 02807124) as an Independent Director of the Company, for a second term of 5 (Five) consecutive years, commencing from April 01, 2019 to March 31, 2024:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	1,74,96,106	94.23
Voting by ballot	36	10,71,678	5.77
Total	54	1,85,67,784	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 4

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,85,67,784	100.00
Votes against	-	-
Total	1,85,67,784	100.00

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E. Resolution No. 5: Special Resolution

Re-classification of the Shareholding Pattern of the Company:

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	955621	100.00
Total	36	9,55,622	100.00

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 5**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	-
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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F. Resolution No. 6: Special Resolution

Disinvestment in Subsidiary Company, Kamalasha Infrastructure and Engineering Private Limited:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	9,55,621	100.00
Total	36	9,55,622	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 6**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	0.00
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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G. Resolution No. 7: Ordinary Resolution

Approval of Related Party Transaction under Section 188 of the Companies Act, 2013, i.e. contract and/or arrangement entered into/proposed to be entered into by the Company from time to time with Aakansha Elements Private Limited:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	9,55,621	100.00
Total	36	9,55,622	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 7**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	0.00
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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H. Resolution No. 8: Ordinary Resolution

Approval of Related Party Transaction under Section 188 of the Companies Act, 2013, i.e. contract and/or arrangement entered into/proposed to be entered into by the Company from time to time with Ashoka Pre-con Private Limited:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	9,55,621	100.00
Total	36	9,55,622	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 8**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	-
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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I. Resolution No. 9: Ordinary Resolution

Renewal of the Related Party Transaction (s) under Section 188 of the Companies Act, 2013:

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	955621	100.00
Total	36	9,55,622	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 9**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	0.00
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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J. Resolution No. 10: Special Resolution

Re-appointment of Mrs. Vandana Prashant Sonwaney (DIN: 06955363) as an Independent Director of the Company, for a second term of 5 (Five) consecutive years, commencing from December 30, 2019 to December 29, 2024:

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	1,74,96,106	94.23
Voting by ballot	35	10,71,628	5.77
Total	53	1,85,67,734	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	1	50	100.00
Total	1	50	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 10**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,85,67,734	100.00
Votes against	50	0.00
Total	1,85,67,784	100.00

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A. Resolution No. 11: Special Resolution

Authority for sale of Barren Land(s) [Non Core Assets] of the company:

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	1	1	0.00
Voting by ballot#	35	955621	100.00
Total	36	9,55,622	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 10**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	9,55,622	100.00
Votes against	-	0.00
Total	9,55,622	100.00

Notes:

*Seventeen (17) folios holding in aggregate 1,74,96,105 equity shares of face value of Rs.10/- each abstained from e-voting.

#One (1) folio holding 1,16,057 equity shares of face value of Rs.10/- each abstained from voting through Ballot.

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A. Resolution No. 12: Ordinary Resolution

Ratification of the Remuneration to be paid to the Cost Auditors for the Financial Year Ending March 31, 2020:

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	1,74,96,106	95.02
Voting by ballot	33	9,16,701	4.98
Total	51	1,84,12,807	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	0.00
Voting by ballot	3	1,54,977	100.00
Total	3	1,54,977	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

***Summary of Total valid votes for Resolution No. 10**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,84,12,807	99.17
Votes against	1,54,977	0.83
Total	1,85,67,784	100.00

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8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For **S. ANANTHA & VED LLP**
Company Secretaries

Dilipkumar Maharana
Designated Partner
ACS:23014; CP No.:22057



UDIN: A023014A000485841

Witnesses:

1. Takle

Name: Chetan U. Takle
S/o: Umesh G. Takle
Address: c/o. S. Anantha & Ved LLP
C-316, Avior Corporate Park
Nirmal Galaxy, Mulund West,
Mumbai - 400080
Occupation: Service

Counter signed
For **BEDMUTHA INDUSTRIES LIMITED**

Vijay Vedmutha
Chairman & Managing Director
DIN: 00716056

Date : 25th December, 2019

Place : Nashik

2. Salpe

Name: Mahesh J. Salpe
S/o: J. L. Salpe
Address: c/o. S. Anantha & ved LLP
C-316, Avior Corporate Park,
LBS Marg, (gulfund w), Mumbai-80
Occupation: Service