



# Ragini Chokshi & Co.

Tel. : 022-2283 1120  
022-2283 1134

## Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
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Date: 04/08/2022

### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,  
The Chairman,  
103<sup>rd</sup> Annual General Meeting (AGM) of  
BOMBAY CYCLE AND MOTOR AGENCY LIMITED  
Held on Wednesday, August 03, 2022 at 04:00 P.M

Dear Sir,

#### 1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of BOMBAY CYCLE AND MOTOR AGENCY LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the 103<sup>rd</sup> Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Wednesday, August 03, 2022 at 04:00 pm (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').



## 2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 103<sup>rd</sup> AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited (NSDL), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

## 3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published on July 09, 2022 in Financial Express, Mumbai (English Edition) and on July 09, 2022 in Mumbai Lakshadeep, Mumbai (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website namely [www.bcma.in](http://www.bcma.in) and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com)
- iii) The Company completed dispatch of Notice of AGM on Saturday, July 09, 2022 by E-mail to Members who had registered their email addresses with the Company / Depositories.

## 4. Cut-off date

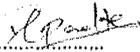
Voting rights were reckoned as on Wednesday, July 27, 2022 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

## 5. Remote e-voting process

- i) **Agency:** The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Sunday, July 31, 2022 and ended on Tuesday, August 02, 2022 at 5:00 p.m.

The votes cast were unblocked on August 03, 2022 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.





Name: Durvesh Padte



Name: Kundan Thakur

iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on, August 03, 2022 after 15 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of National Securities Depository Limited (NSDL) and relied upon by me as under:



## CONSOLIDATED RESULTS

### ORDINARY BUSINESS:

#### Item No 1: Ordinary Resolution

To consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Report of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Report of Auditors thereon

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	285999	1	4832	28	290831	99.7445
Dissent	2	745	0	0	2	745	0.2555
Total	29	286744	1	4832	30	291576	100

#### Item No 2: Ordinary Resolution

To declare a Final Dividend on Equity Shares for the Financial Year ended March 31, 2022.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	285999	1	4832	28	290831	100
Dissent	0	0	0	0	0	0	0
Total	27	285999	1	4832	28	290831	100

#### Item No: 3 Ordinary Resolution

To appoint a Director in place of Mr. Chakor L. Doshi (DIN: 00210949) who retires by rotation at 103<sup>rd</sup> Annual General Meeting and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	285999	1	4832	28	290831	99.7445
Dissent	2	745	0	0	2	745	0.2555
Total	29	286744	1	4832	30	291576	100



**SPECIAL BUSINESS:**

**Item No 4: Special Resolution**

To approve making investment, granting loans, giving guarantee and providing security u/s 186 of the Companies Act, 2013, in one or more tranches, for an amount not exceeding Rs. 35,00,00,000/- (Rupees Thirty Five Crores Only) outstanding at any time.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	285999	1	4832	28	290831	99.7445
Dissent	2	745	0	0	2	745	0.2555
Total	29	286744	1	4832	30	291576	100

**RESULTS:**

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 103<sup>rd</sup> AGM of the Company i.e. Wednesday, August 03, 2022.

Yours faithfully,  
Thanking You,

Countersigned by  
**BOMBAY CYCLE AND MOTOR  
AGENCY LIMITED**



Satish Kumar Prajapati  
Company Secretary & Compliance Officer

For RAGINI CHOKSHI & COMPANY  
(Company Secretaries)



RAGINI CHOKSHI  
(Partner)  
Membership No:2390

C.P. Number: 1436  
UDIN: F002390D000744208

Place: Mumbai  
Date:04/08/2022

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Place: Mumbai