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Ragini Chokshi & Co.
Company Secretaries

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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,
101st Annual General Meeting (AGM)
"BOMBAY CYCLE AND MOTOR AGENCY LIMITED"

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., 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 101st 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 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 on the businesses contained in the Notice of the 101st AGM of the Members of the Company, held on Wednesday, August 12



2020 at 05:00 p.m. (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 101st 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 Security 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

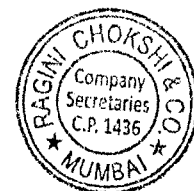
- i) Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, advertisement was published on July 14, 2020 in Financial Express in English language and Mumbai Lakshdeep, in Marathi language, 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, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited.
- iii) The Company completed dispatch of Notice of AGM on July 17, 2020 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, August 05, 2020 being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

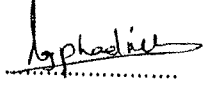
5. Remote e-voting process

- i) **Agency:** The Company had appointed National Security Depository Limited ("NSDL") as the agency for providing the platform for remote e-voting and e-voting during the AGM.

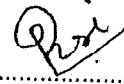


- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Sunday, 09th August, 2020 to 5:00 p.m. on Tuesday, 11th August, 2020.

The votes cast were unblocked on Wednesday, 12th August 2020 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: Saraswati Phadnis



Name: Pradeep Dhuri

- 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 NSDL.

The e-votes cast were unblocked on Wednesday, 12th August, 2020 after the conclusion of the 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 NSDL and relied upon by me as under:

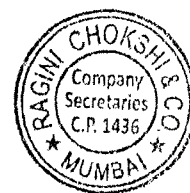
CONSOLIDATED RESULTS

Item No 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the Year ended on March 31, 2020 together with the Reports of Board of Directors and Auditors thereon.

- (i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	33	293211	99.98
E-Voting at the AGM	4	63	0.02
Total	37	293274	100



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	4	0.00
e-Voting at the AGM	0	0	0.00
Total	2	4	0.00

Item No 2: Ordinary Resolution

To declare a Final Dividend on Equity Shares for the Financial Year ended March 31, 2020.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	33	293211	99.98
e-Voting at the AGM	4	63	0.02
Total	37	293274	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	4	0.00
e-Voting at the AGM	0	0	0.00
Total	2	4	0.00

Item No 3: Ordinary Resolution

To appoint a Director in place of Mr. Chakor L. Doshi (DIN : 00210949) who retires by rotation at 101st Annual General Meeting and being eligible, offers himself for reappointment

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	25	3353	98.04



e-Voting at the AGM	4	63	1.84
Total	29	3416	99.88

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	4	0.12
e-Voting at the AGM	0	0	0.00
Total	2	4	0.12

Item No 4: Ordinary Resolution

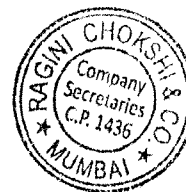
To re-appoint M/s. N. G. Thakrar & Co., Chartered Accountants, Mumbai (Registration No. 110907W) Statutory Auditors and fix their remuneration.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	33	293211	99.98
e-Voting at the AGM	4	63	0.02
Total	37	293274	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	4	0.00
e-Voting at the AGM	0	0	0.00
Total	2	4	0.00



RESULTS:

Based on the aforesaid results, we report that 04 Ordinary Resolutions as set out in Item Nos. 1 to 4 of the Notice of the AGM dated 26th June, 2020 have been passed with the requisite majority in the AGM held on 12th August, 2020.

Thanking You,

For RAGINI CHOKSHI & CO

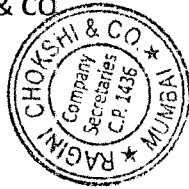
R. K. Chokshi

RAGINI CHOKSHI
(Partner)

Membership No: 2390

C.P. Number: 1436

UDIN: F002390B000577591



Place: Mumbai

Date: 13-08-2020

Countersigned by

For Bombay Cycle and Motor Agency Limited

Satish Kumar Prajapati

Satish Kumar Prajapati

Company Secretary & Compliance Officer



Place : Mumbai

Date : 14-08-2020