



BRAND CONCEPTS LIMITED

CIN - L51909MP2007PLC066484
140/2/2, Musakhedi Square, Ring Road, Indore 452001 (M.P) INDIA
Phone: 91-731-4223000, Fax- 4221222/444
Email: info@brandconcepts.in

Date: 27.10.2023

To,
National Stock Exchange of India Limited
Listing & Compliance Department
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai - 400051

To,
BSE Limited
Listing & Compliance Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400001

Symbol: [BCONCEPTS]

Scrip Code: 543442

Subject: Declaration of Results of Remote E-Voting as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

With reference to the above captioned subject, Brand Concepts Limited is herewith enclosing the Voting Results of 16th Annual General Meeting held on Thursday, 26th October, 2023 at 11:00 a.m. In pursuance to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Voting results along with Scrutinizer Report annexed with this Letter.

We hereby request to kindly take the notice of above information on your record.

**Yours Sincerely,
For Brand Concepts Limited**

**Swati Gupta
Company Secretary & Compliance Officer
(Mem No.: A33016)**



**MANJU MUNDRA & CO.
COMPANY SECRETARIES**

122 Brajeshwari Extension, Behind
Kalyan Marble Near World Cup Square,
Indore MP 452016
Phone-4993107, 9303223239
Email-mmanjucs@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 read with Rules 20 (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

Name of the Company	Brand Concepts Limited CIN: L51909MH2007PLC066484
Meeting	16th Annual General Meeting
Day, Date & Time	Thursday, 26th October, 2023 at 11:00 A.M. (IST)
Deemed Venue	Registered office situated at 140/2/2 Musakhedi Square, Indore MP 452001 IN
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

To,
The Chairman,
Brand Concepts Limited
16th Annual General Meeting of the Equity Shareholders

Subject: Consolidated Scrutinizer's Report on resolutions passed through remote e-voting and voting electronically conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the 16th Annual General Meeting of Brand Concepts Limited held on Thursday, 26th October, 2023 at 11.00 a.m. IST through video conferencing ('VC') or other audio visual means ('OAVM')

1. I, Manju Mundra, Practicing Company Secretary (Membership No. 4431/C.P. No. 3454), having office at 122 Brajeshwari Extension, Behind Kalyan Marble Near World Cup Square, Indore MP 452016 have been appointed as the Scrutinizer by the Board of Directors of Brand





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Concepts Limited ("**the Company**") in their meeting held on 28/09/2023 for the remote e-voting as well as the e-voting by members at the 16th Annual General Meeting ("AGM") of "the Company" held on Thursday, 26th October, 2023 at 11.00 A.M. (IST) held through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") as amended. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

I submit my report as under:

DISPATCH OF NOTICE

2. The Company has published an advertisement in Free Press (English newspaper) and in Chautha Sansar (Hindi Newspaper) on 4th October, 2023 specifying the date and time of the AGM, availability of the notice on Company's website, and Stock Exchange website, manner of registration of email ids, manner of voting through remote e-voting and e-voting during the AGM etc.
3. The Company has completed the dispatch of notice of AGM and Annual Report 2022-23 by email to all the members by 4th October, 2023 on the basis of the Register of Members and the list of beneficial owners made available by Big Share Services Private Limited, the Registrar and Transfer Agent (RTA) as email ids of all were registered with the Company in accordance with the MCA circulars.
4. The Company has hosted the notice of AGM on its website, website of CDSL, the agency providing the platform for remote e-voting and e-voting during AGM and also intimated the same to BSE timely.

CUT OFF DATE

5. The shareholders of the Company holding shares as on the "cut-off" date of **Thursday, 19th October, 2023** were entitled to vote on the resolutions as contained in the Notice of the AGM.





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MANAGEMENT RESPONSIBILITY

6. The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e voting at AGM on the resolutions contained in the notice to the 16th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the company to provide remote e-voting facilities and e-voting facility at the AGM.

REMOTE E-VOTING

7. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") at <https://www.evotingindia.com> for conducting remote e-voting by the Shareholders of the Company.
8. The voting period for remote e-voting commenced on 9:00 a.m. (IST) on Monday, 23rd October, 2023 and ended on 5:00 p.m. (IST) on Wednesday, 25th October, 2023 and the CDSL e-voting platform was disabled thereafter.

VOTING AT AGM

9. In keeping view with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management & Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
10. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had casted their votes through remote e-voting.
11. On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM on 26th October, 2023 in the presence of two witnesses, Ms. Mallayka sarkar and Ms. Aayushi Mangal, who are not in the employment of the Company. They have signed at end in confirmation thereof. Thereafter, the details containing inter alia,





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list of equity shareholders, who voted "for" /"against" each of the resolution that were put to vote, were generated from the e-voting website of CDSL.

12. The votes received electronically (remote e-voting and e-voting at the AGM) were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as provided by the RTA.

RESULTS

13. I submit herewith the consolidated Scrutinizer's Report on the Results of the remote e-voting and e-voting at the AGM based on the reports generated by and relied upon by me as under:

Number of members who cast their votes through remote e-voting and e-voting at AGM	Total no. of Votes cast by them	Total no. of valid votes	Total No. of invalid votes
19	5746888	5746888	0

The resolution wise list is as under:

Resolution No. 1a: Ordinary Resolution

To receive, consider and adopt 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.

Manner of Voting	Votes in the favour of the resolution			Votes against the resolution			Invalid/ Abstained Votes
	No. of members	No. of Shares	%	No. of members	No. of Shares	%	No. of Shares
Remote E-voting	18	5746887	100	1	1	0	0





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E-voting at AGM	0	0	0	0	0	0	0
TOTAL	18	5746887	100	1	1	0	0

Resolution No. 1b: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and Report of Auditor thereon.

Manner of Voting	Votes in the favour of the resolution			Votes against the resolution			Invalid/ Abstained Votes
	No. of members	No. of Shares	%	No. of members	No. of Shares	%	No. of Shares
Remote E-voting	18	5746887	100	1	1	0	0
E-voting at AGM	0	0	0	0	0	0	0
TOTAL	18	5746887	100	1	1	0	0

Resolution No. 2: Ordinary Resolution

To confirm the payment of Interim Dividend on Equity Shares of Rs. 0.50 (5%) per Share of the face value of Rs. 10 each and to declare a Final Dividend on Equity Shares of Rs 0.50 (5%) per Share of the face value of Rs. 10 each for the financial Year 2022-23.

Manner of Voting	Votes in the favour of the resolution	Votes against the resolution	Invalid/ Abstained Votes
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	No. of members	No. of Shares	%	No. of members	No. of Shares	%	No. of Shares
Remote E-voting	18	5746887	100	1	1	0	0
E-voting at AGM	0	0	0	0	0	0	0
TOTAL	18	5746887	100	1	1	0	0

Resolution No. 3: Ordinary Resolution

To appoint a director in place of Mrs. Annapurna Maheshwari (DIN-00038346), who retires by rotation, and being eligible, offers herself for reappointment.

Manner of Voting	Votes in the favour of the resolution			Votes against the resolution			Invalid/ Abstained Votes
	No. of members	No. of Shares	%	No. of members	No. of Shares	%	
Remote E-voting	18	5746887	100	1	1	0	0
E-voting at AGM	0	0	0	0	0	0	0
TOTAL	18	5746887	100	1	1	0	0

Resolution No. 4: Ordinary Resolution

To appoint Statutory Auditors of the Company and fix their remuneration.





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Manner of Voting	Votes in the favour of the resolution			Votes against the resolution			Invalid/ Abstained Votes
	No. of members	No. of Shares	%	No. of members	No. of Shares	%	
Remote E-voting	18	5746887	100	1	1	0	0
E-voting at AGM	0	0	0	0	0	0	0
TOTAL	18	5746887	100	1	1	0	0

Resolution No. 5: Special Resolution

Approval of Remuneration to Mr. Prateek Maheshwari under Regulation 17(6)(e)(i) of (Listing Obligation & Disclosure Requirement) Regulation 2015 of SEBI

Manner of Voting	Votes in the favour of the resolution			Votes against the resolution			Invalid/ Abstained Votes
	No. of members	No. of Shares	%	No. of members	No. of Shares	%	
Remote E-voting	13	566341	100	1	1	0	5180546
E-voting at AGM	0	0	0	0	0	0	0
TOTAL	13	566341	100	1	1	0	5180546

14. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Swati Gupta, Company Secretary and compliance





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Officer, for preserving safely after the Chairman considers, approve and signs the minutes of the AGM.

15. All the Resolutions mentioned in the AGM Notice as per the details above stands passed under Remote E-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

16. The company may accordingly declare the result of the voting to the respective authorities.

Thanking You,
Yours Faithfully,

Manju Mundra
Company Secretary
FCS: 4431 CP: 3454

UDIN: F004431E001469202

MANJU MUNDRA
Company Secretary
FCS 4431 CP 3454

Place: Indore

Date: 26-10-2023

The following were the witnesses to the unblocking the votes cast through remote e-voting.

Mallayka Sarkar

Aayushi Mangal

Countersigned by:

For, Brand Concepts Limited

Mr. Prateek Maheshwari
Chairman of the Meeting

General information about company	
Scrip code	543442
NSE Symbol	BCONCEPTS
MSEI Symbol	0
ISIN	INE977Y01011
Name of the company	BRAND CONCEPTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-10-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:35 AM

Scrutinizer Details	
Name of the Scrutinizer	Manju Mundra
Firms Name	Manju Mundra & Co.
Qualification	CS
Membership Number	4431
Date of Board Meeting in which appointed	28-09-2023
Date of Issuance of Report to the company	26-10-2023

Voting results	
Record date	19-10-2023
Total number of shareholders on record date	4573
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	13
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Consider and adopt a) The Audited Standalone Financial Statements of the Company for the financial year ended on 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 and Reports of Auditors thereon.					
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
Promoter and Promoter Group	E-Voting	5180546	5	0.0001	5	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5180546	5	0.0001	5	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	566342	14	0.0025	13	1	92.8571	7.1429
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		566342	14	0.0025	13	1	92.8571
Total		5746888	19	0.0003	18	1	94.7368	5.2632
Whether resolution is Pass or Not.			Yes					
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To confirm the payment of Interim Dividend on Equity Shares of Rs. 0.50 (5%) per Share of the face value of Rs. 10 each and to declare a Final Dividend on Equity Shares of Rs. 0.50 (5%) per share of the face value of Rs. 10 each for the financial year 2022-23					
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
Promoter and Promoter Group	E-Voting	5180546	5	0.0001	5	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5180546	5	0.0001	5	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	566342	14	0.0025	13	1	92.8571	7.1429
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		566342	14	0.0025	13	1	92.8571
Total		5746888	19	0.0003	18	1	94.7368	5.2632
Whether resolution is Pass or Not.			Yes					
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint a director in place of Mrs. Annapura Maheshwari (DIN-00038346), who retires by rotation, and being eligible, offers herself for reappointment.					
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
Promoter and Promoter Group	E-Voting	5180546	5	0.0001	5	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5180546	5	0.0001	5	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	566342	14	0.0025	13	1	92.8571	7.1429
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		566342	14	0.0025	13	1	92.8571
Total		5746888	19	0.0003	18	1	94.7368	5.2632
Whether resolution is Pass or Not.			Yes					
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint Statutory Auditors of the Company and fix their remuneration.					
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
Promoter and Promoter Group	E-Voting	5180546	5	0.0001	5	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5180546	5	0.0001	5	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	566342	14	0.0025	13	1	92.8571	7.1429
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		566342	14	0.0025	13	1	92.8571
Total		5746888	19	0.0003	18	1	94.7368	5.2632
Whether resolution is Pass or Not.			Yes					
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(5)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Approval of remuneration to Mr. Prateek Maheshwari under Regulation 17(6)(e) (i) of Listing Obligations & Disclosure Requirement) Regulation 2015 of SEBI					
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
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	566342	14	0.0025	13	1	92.8571	7.1429
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		566342	14	0.0025	13	1	92.8571
Total		566342	14	0.0025	13	1	92.8571	7.1429
Whether resolution is Pass or Not.			Yes					
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	