



Banaras Beads Limited

AN EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA

CIN No. L01131UP1980PLC004984



Regd. & : A-1, Industrial Estate,
Head Office Varanasi - 221106 (INDIA)
Phones : +91-542-2370161-4 (4 Lines)
Fax : +91-542-2370165, 2370214
E-mail : info@banarasbead.com
Website : www.banarasbead.com
Fashion Jewelry Website : www.de-lemon.com

Manufacturers & Exporters of : COSTUME JEWELLERY, HANDICRAFTED, GLASS, WOODEN, HORN, CLAY AGATE, BONE, CERAMIC, BRASS, STONE AND ANY OTHER TYPES OF BEADS PENDENTS, BANGLES & EAR-RING ETC.

TO,
GENERAL MANAGER LISTING
THE MANAGER
THE STOCK EXCHANGE MUMBAI,
PHIROZE JEEJEBHOY TOWERS,
25TH FLOOR, DALAL STREET,
MUMBAI - 400001.
Fax No.: 022 22727282 / 22723132 / 22722061

August 9, 2019

Sub.: Compliance Under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the matter of 39th Annual General Meeting ('AGM') and voting results.

Dear Sir,

In respect of 39th AGM of the company held on 08.08.2019, please find enclosed herewith voting result and scrutinizer report as under-

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated August 9, 2019.

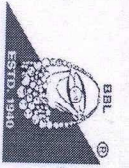
The voting results along with the scrutinizer's report will also be made available at company's website www.bblinvestor.com.

Kindly take the same on records and acknowledge the same.

Thanking you,
Yours faithfully,
For BANARAS BEADS LIMITED

(R.K. SINGH)
COMPANY SECRETARY

Encl. As above



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Website : www.banarasbead.com

VOTING RESULTS

Date of the AGM	08.08.2019
Total number of shareholders on record/cutoff date 01.08.2019	6047
E-voting date	05.08.2019 to 07.08.2019
No. of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group:	6
Public :	75
No. of shareholders attended the meeting through video conferencing	
Promoter and Promoter Group:	NIL
Public:	NIL

AGENDA DETAIL

S.I.	Detail of Agenda	Ordinary/Special Resolutions	Mode of voting	Results
1	Adoptional Annual Accounts for F.Y. 2018-19)	Ordinary Resolutions	e-voting & Poll	Approved by 100% votes/ unanimously
2	Re-appointment of Shri. Siddharth Gupta as director	Ordinary Resolutions	e-voting & Poll	Approved by 100% votes/ unanimously
3	Re-Appointment Of Shri Siddharth Gupta (DIN 00342369) as CEO & Managing Director	Ordinary Resolutions	e-voting & Poll	Approved by 99.999% votes/

AGENDA- WISE DISCLOSURE (TO BE DISCLOSED SEPARATELY FOR EACH AGENDA ITEM)

Resolution required: (Ordinary)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution? NO.	NO (Item No.1. Adoptional Annual Accounts for F.Y. 2018-19)



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Category	Mode of Voting	No. of shares held	No. of voted polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Voted-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
Promoter and Promoter Group	E-voting	3835592	3363052	87.68	3363052	0	100	0.0000
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3835592	3363052	87.680	3363052	0	100	0
Public-institutions	E-voting	1728620	10915	0.631	10915	0	100	0
	Poll	0	1820	0.105	1820	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	1728620	12735	0.736	12735	0	100	0
Public-Non Institutions/trust	E-voting	1072010	1072010	100.00	1072010	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	1072010	1072010	100.00	1072000	0	100	0

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investor@bblinvestor.com
Website : www.banarasbead.com

Grand Total	6636222	4447797	67.023	4447797	0	100	0
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Resolution required: (Ordinary)		Item No.2. Re-appointment of Shri. Siddharth Gupta as director.						
Whether promoter/promoter group are interested in the agenda/resolution? YES		Ordinary						
Category	Mode of Voting	No. of shares held	No. of voted polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Voted- 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
Promoter and Promoter Group	E-voting	3835592	3363052	87.68	3363052	0	100	0.0000
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3835592	3363052	87.680	3363052	0	100	0
Public-institutions	E-voting	1728620	10915	0.631	10915	0	100	0
	Poll	0	1820	0.105	1820	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	1728620	12735	0.736	12735	0	100	0

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Public-Non Institutions/trust	E-voting	1072010	1072010	100.00	1072010	0	100	0
	Poll	0	0	0	0	0	0	0
(if applicable)	Postal Ballot	0	0	0	0	0	0	0
	Total	1072010	1072010	100.00	1072000	0	100	0
Grand Total	6636222	4447797	67.023	4447797	0	100	0	

Resolution required: (Ordinary)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution? YES *

Item No.3. Re-appointment of Shri Siddharth Gupta (din 00342369) as CEO & Managing Director.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Voted- 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
Promoter and Promoter Group	E-voting	3835592	3363052	87.68	3363052	0	100	0.0000
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Public-	Total	3835592	3363052	87.680	3363052	0	100	0
	E-voting	1728620	10915	0.631	10905	10	99.999	0.0001



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institutions	Poll	0	1820	0.105	1820	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Public-Non Institutions/trust	Total	1728620	12735	0.736	12735	0	100	0
	E-voting	1072010	1072010	100.00	1072010	0	100	0
	Poll	0	0	0		0	0	0
Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total	1072010	1072010	100.00	1072000	0	100	0
Grand Total		6636222	4447797	67.023	4447797	0	99.999	0.0001

For Banaras Beads Limited TD.

(R.K. Singh) Company Secretary
(R.K. Singh) Company Secretary

Ajay Jaiswal & Co.

COMPANY SECRETARIES

To,
Shri Ashok Kumar Gupta, Chairman
M/s Banaras Beads Ltd.
A-1, Industrial Estate
Varanasi-221106

August 9, 2019

Sub.: Scrutinizer Report on 39th Annual General Meeting of the Equity Shareholders of Banaras Beads Limited held on 08.08.2019 at 3.00 PM at the registered office of the company at A-1, Industrial Estate, Varanasi.


Dear Sir,

With reference to the above we would like to express our gratitude to the company for appointing us as Scrutinizer for e-voting process and voting by members in 39th AGM held on 08.08.2019 of the company at the registered office of the company.

We are herewith submitting the Scrutinizer Report dated 09.08.2019, which is comprehensive and self-explanatory in all respect.

Thanking You,

For Ajay Jaiswal & Co.


(Ajay Kumar Jaiswal)
Proprietor
M. No. 5112



Ajay Jaiswal & Co.

COMPANY SECRETARIES

To,
Shri Ashok Kumar Gupta, Chairman
M/s Banaras Beads Ltd.
A-1, Industrial Estate
Varanasi-221106

August 9, 2019

Sub.: Scrutinizer Report for 39th Annual General Meeting of the Equity Shareholders of Banaras Beads Limited. Held on 08.08.2019 at 3.00PM at the registered office of the company at A-1, Industrial Estate, Varanasi.

Dear Sir,

With reference to our appointment as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, held on 08.08.2019 at 3.00PM at Registered office at A-1, Industrial estate, Varanasi, submit our report as under:

1. **Appointment as Scrutinizer-** Our firm has been appointed as Scrutinizer for e-voting process and physical voting by members in 39th AGM of the Company, held at 3.00PM on 08.08.2019.
2. **Dispatch of Notice-** As per record total 5959 members were eligible to get notice, as on 09.07.2019 3411 notices sent to members by Courier/Registered post and 2548 members by e-mail.
3. **Cut-off date** – The cut-off date was 1st August, 2019 for the purpose of deciding entitlements of members for the remote e-voting and voting at the AGM.
4. **E-voting process-** The Company appointed M/s NSDL as the agency for providing e-voting platform.
5. **E-voting period-** The e-voting was open from 05.08.2019, 9.00 AM. To 07.08.2019, 5.00 PM.
6. **Voting at the AGM-**

The provisions of Regulation 44 (1) & (2) of SEBI (LODR) Regulations 2015 and Rules 20 (4) (XIII) of the Companies (Management and administration) amended Rules 2015 have been followed in this regard.

The NSDL has provided us the names, DPID, CLID, Folio and shareholding of the members who had cast their votes through e-voting.

The ballot boxes kept for polling were locked in my presence with due identification marks placed by me. Thereafter members who have not casted their vote by e-voting, voted through ballot in meeting.

7. Counting process-

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorization/proxies lodged with the Company. I did not find any poll papers invalid. The total ballot votes were counted accordingly.



Ajay Jaiswal & Co.

COMPANY SECRETARIES

8. Results - We have observed that

- a. **For Item No. 1 & 2-** Total 81 members having 4447797 shares 67.023% of the total equity share capital of the Company, participated in AGM proceeding for Item No. 1 & 2 out of which-
- 67 members have voted electronically out of which 53 members attended meeting in person and 14 members not attended the meeting.
 - 14 person present (9 members and 5 proxy holder) and voted by ballot.
- b. **For Item No. 3-** Total 81 members having 4447797 shares 67.023% of the total equity share capital of the Company, participated in voting of AGM proceeding for Item No. 3 out of which-
- 67 members have voted electronically out of which 53 members attended meeting in person, 14 members not attended the meeting.
 - 14 person present (9 members and 5 proxy holder) and voted by ballot.
- c) Based on the aforesaid results we report that 3 Ordinary Resolutions as set out in item No. 1 to 3 ordinary resolution of the Notice dated 30st May, 2019 for the AGM have been passed as under-
- Item No. 1&2- passed with 100% votes / unanimously.
 - Item No. 3 passed by 99.999% votes and 0.0001% votes casted against the resolution.
- d) The consolidated results in Form MGT-13 with respect to each item on the agenda as set out in the Notice of the AGM is enclosed herewith.

Thanking You,

Yours faithfully,

For Ajay Jaiswal & Co.

(Ajay Kumar Jaiswal)
Proprietor
M. No. 5112



FORM No. MGT-13
Report of Scrutinizer(s)
 [Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rule, 2014]

To,
 Shri Ashok Kumar Gupta, Chairman
 M/s Banaras Beads Ltd.
 A-1, Industrial Estate Varanasi-221106

CONSOLIDATED RESULTS -

Ordinary Business:
Item No.1 - Adoption of Accounts for F.Y. 2018-19

Particulars	e-voting			Voting by Poll			Total	Percentage	
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote			
Total No. of votes received	67	4445977	66.99	14	1820	0.03	81	4447797	67.02
Less: Invalid Votes	-	-	-	-	-	-	-	-	-
Net Valid Votes	67	4445977	66.99	14	1820	0.03	81	4447797	67.02
Voting with Assent	67	4445977	66.99	14	1820	0.03	81	4447797	67.02
Voting with Dissent	-	-	-	-	-	-	-	-	-

Based on the aforesaid result, we report that Ordinary Resolution as set out in item no. 1 of notice dated 30.05.2019 of the AGM has been passed unanimously / 100% votes.

Item No.2- RE-APPOINTMENT OF SHRI SIDDHARTH GUPRA AS DIRECTOR

Particulars	e-voting			Voting by Poll			Total	Percentage	
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote			
Total No. of votes received	67	4445977	66.99	14	1820	0.03	81	4447797	67.02
Less: Invalid Votes	-	-	-	-	-	-	-	-	-

For AJAY JAISWAL & CO.
Company Secretaries

(Ajay Kumar Jaiswal)
 M. No. 5112
 C.P. No.-3684



Net Valid Votes	67	4445977	66.99	14	1820	0.03	81	4447797	67.02
Voting with Assent	67	4445977	66.99	14	1820	0.03	81	4447797	67.02
Voting with Dissent	-	-	-	-	-	-	-	-	-

Based on the aforesaid result, we report that Ordinary Resolution as set out in item no. 2 of notice dated of the AGM has been passed unanimously/ 100% votes.

Special Business:

Item No.- RE-APPOINTMENT OF SHRI SIDDHARTH GUPTA (DIN 00342369) AS CEO & MANAGING DIRECTOR.

Particulars	e-voting			Voting by Poll		Total		Percentage	
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote	Number		
Total No. of votes received	66	4445967	66.99	14	1820	0.03	80	4447787	67.02
Less: Invalid Votes	-	-	-	-	-	-	-	-	-
Net Valid Votes	66	4445967	66.99	14	1820	0.03	80	4447787	67.02
Voting with Assent	66	4445967	66.99	14	1820	0.03	80	4447787	67.02
Voting with Dissent	1	10	0.0001	-	-	-	1	10	0.0001

Based on the aforesaid result, we report that Ordinary Resolution as set out in item no. 3 of notice dated of the AGM has been passed by 99.9999% votes.

Thanking You,
Yours faithfully,
For **Ajay Jaiswal & Co.**
(Ajay Kumar Jaiswal)
Proprietor
M. No. 5112

