



Likhmi Consulting Limited

CIN NO.: L45209WB1982PLC034804

Regd. Off.: 62A, Dr. Meghnad Shah Sarani, Room No. 1, 2nd Floor, Southern Avenue, Kolkata - 700029
Phone: +91-82320 99092 | Email: info@likhamiconsulting.com | Website :www.likhamiconsulting.com

Date: 01st August, 2023

To,
The Secretary,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata-700001
Scrip Code: 029378

To,
Dy. General Manager,
Corporate Relationship Department,
BSE Limited,
P.J. Tower, Mumbai-400001
Scrip Code: 539927

Ref: Submission of Voting Results of Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer pursuant to Section 108 & 110 of the Companies Act, 2013 and Rules made thereunder

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) 2015 in relation to the Postal Ballot

Pursuant to the Regulation 30 & 44 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the proceedings of the Special Resolution for shifting of Registered office from the "State of West Bengal" to the "State of Maharashtra" passed by the shareholders through Postal Ballot by remote e-voting and Physical postal ballot voting (both mode) on 29th July, 2023.

Kindly take the same on record.

Yours Faithfully
For Likhmi Consulting Limited



BABU LAL JAIN
Whole Time Director
DIN: 02467622

Enclosed: Proceeding and Scrutinizer Report

CC:

To,
National Securities Depository Limited
Trade World, 4th Floor, 'A' Wing,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel
MUMBAI - 400 013

To,
Central Depository Services (India) Limited
Marathon Futurex, A-Wing,
25th Floor, Mafatlal Mills Compound,
N M Joshi Marg, Lower Parel (East)
MUMBAI - 400 013

To,
MAS Services Ltd
T-34, 02nd Floor, Okhla Industrial Area,
Phase II, New Delhi – 110020



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PROCEEDINGS OF THE RESOLUTION PASSED THROUGH POSTAL BALLOT BY WAY OF REMOTE E-VOTING AS WELL AS PHYSICAL POSTAL BALLOT VOTING PROCESS BY MEMBERS OF THE COMPANY ON SATURDAY, JULY 29, 2023, RESULTS OF WHICH DECLARED ON TUESDAY, AUGUST 01, 2023

Pursuant to Section 110 read with Section 108 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”), that the company has issued the postal ballot notice dated June 23, 2023 to obtain approval of shareholders.

In compliance with the aforesaid Circulars, the Postal Ballot Notice was sent through electronic & physical mode to those Members whose e-mail /postal addresses are registered with the Company / Depositories/ Registrar and Share Transfer Agent as on the cut-off date; 23.06.2023.

The Company had availed the services of Central Depository Services (India) Limited to provide the remote e-voting facility to the equity shareholders of the Company for the resolution proposed in the postal ballot notice.

The said Notice was also available on the Company’s website, <https://www.likhamiconsulting.com> and websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and Calcutta Stock Exchange, www.cse-india.com respectively and on the website of Central Depository Services (India) Limited., the agency engaged by the Company for providing the facility of Remote e-voting to the Members of the Company at <http://www.evoting.india.com/>.

The remote e-voting period commences from 09:00 a.m. (IST) on Friday 30th June, 2023, and ends at 05:00 p.m. (IST) on Saturday 29th July, 2023 and the e-voting platform blocked thereafter and the Postal Ballot envelopes received on till date.



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Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company at its meeting held on 23rd June, 2023, had appointed Mr. Rahul Bhutoria (Membership No. 304193) partner of M/s. B J B and Associates (F. R. No. 329621E) Practicing Chartered Accountant, as the Scrutinizer to conduct the Postal Ballot through Remote e-voting as well as physical postal voting process in a fair and transparent manner.

After scrutiny of votes cast through e-voting & physical postal ballot voting facility, Mr. Rahul Bhutoria had submitted his report to Mr. Babu Lal Jain Chairman of the Company, who has also countersigned the report.

The result relating to the Postal Ballot through e-voting & Physical postal ballot voting is set out in the table below:

SPECIAL RESOLUTION NO. 1:

FOR SHIFTING OF REGISTERED OFFICE AND ALTERATION OF CLAUSE II OF MEMORANDUM OF ASSOCIATION OF THE COMPANY FROM THE “STATE OF WEST BENGAL” TO THE “STATE OF MAHARASHTRA”

Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
			Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
Special	Remote E-Voting	94,29,009	94,28,980	100.00	29.00	0.00	-	Resolution Passed
	Postal Ballot	2,82,886	2,82,430	99.84	-	-	456	
	Total	97,11,895	97,11,410	100.00	29.00	0.00	456	

Note: Votes casted by shareholders, both via E-voting & ballot voting, ballot voting is considered as invalid as per the instructions provided in Notice for voting.

Based on the report of the Scrutinizer, Mr. Babulal Jain, Chairman of the Company declared the results of the Postal Ballot through remote e-voting& physical postal ballot voting on Tuesday, August 01, 2023.

The Special resolutions passed are as follows:

SHIFTING OF REGISTERED OFFICE AND ALTERATION OF CLAUSE II OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Section 12, 13, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“Act, 2013”) read with the rules framed there under (“Rules”), the Securities and Exchange Board of India (Listing



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Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (Powers delegated to the Regional Director, Eastern Region, Kolkata) and such other approvals, permissions and sanctions as may be required under the provisions of the Act, 2013 or under any other law for the time being in force, the consent of the Shareholders of the Company be and is hereby accorded for shifting the Registered Office of the Company from the “State of West Bengal “to the “State of Maharashtra” and consequently, to substitute and replace the existing Clause II of the Memorandum of Association of the Company by the following Clause :

“II. The Registered Office of the Company will be situated in the State of Maharashtra.”

“RESOLVED FURTHER THAT the Mr. BabuLal Jain, Whole Time Director and / or Mrs. Bulbul Amit Bhansali, Company Secretary of the Company be and are hereby authorised severally to finalize the address of Registered Office of the Company in the State of Maharashtra, as they may consider appropriate.”

“RESOLVED FURTHER THAT the Mr. Babu Lal Jain, Whole Time Director and / or Mrs. Bulbul Amit Bhansali, Company Secretary of the Company be and are hereby authorised severally to sign the applications, petitions, affidavits and such other documents as may be necessary in relation to the said application / petition for seeking confirmation of the Regional Director Eastern Region, Kolkata or any other authorities as may be required, to issue notices to the general public, creditors and also to serve a copy on the Chief Secretary, Government of West Bengal as well as the concerned Registrar of Companies and to appoint Professional(s) to represent the Company before the Central Government, the Regional Director, Eastern Region, Kolkata or any other authorities as may be required and to do all such acts, deeds and things as may be necessary, incidental and / or consequential to give effect to the above resolution”.

Kindly take the same on record.

Yours Faithfully
For Likhmi Consulting Limited

BABU LAL JAIN
Whole Time Director
DIN: 02467622





BJB & Associates

Chartered Accountants

"CONSOLIDATED SCRUTINIZER REPORT"
REMOTE E-VOTING AND VOTING VIA POSTAL BALLOT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Likhami Consulting Limited,
62A, Dr. Meghnad Shah Sarani,
Room No. 1, 2nd Floor, Southern Avenue,
Kolkata - 700 029

Dear Sir,

1. I, Rahul Bhutoria, Chartered Accountant in practice, have been appointed as Scrutinizer by the Board of Directors of Likhami Consulting Limited (the "Company") for the purpose of scrutinizing the process of voting through remote electronic means ("e-voting") and postal ballot ("Ballot Voting") on the resolutions contained in the notice dated 23/06/2023 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and May 5, 2022 and 11/2022 dated December 28, 2022, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, seeking approval from the Members of Likhami Consulting Limited ("Company") of a special resolution for shifting of Registered office.
2. In compliance with the MCA Circulars and SEBI Circular dated 13 May 2022, the Notice along with the Explanatory Statement was sent through electronic & physical mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company, Mas Services Limited ("MAS")/ Central Depository Services Limited ("CDSL") /Depository Participants;

The said Notice along with the Explanatory Statement was also placed on the website of the Company at: <https://www.likhamiconsulting.com> and on the website of the Stock Exchanges, i.e., Bombay Stock Exchange (BSE) <https://www.bseindia.com> and Calcutta Stock Exchange Limited (CSE) www.cse-india.com;

In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 29 June 2023 (post issue of notice to the shareholders) in 'Business Standard' (English newspapers) and 'Duranta Barta' (Bengali newspapers), respectively specifying the day, date and time of voting. Notice of the was also made available on the website of the Company and the Stock Exchanges.

3. The said appointment as Scrutinizer is under the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").
4. As a scrutinizer, I've to scrutinize:
 - i. process of remote e-voting using an electronic voting system on the dates referred to in the Notice ("**e-voting**") ; and
 - ii. process of ballot voting through postal ballots system ("**ballot voting**").



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Managements Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility

6. My responsibility as Scrutinizer for e-voting & ballot voting process (i.e. remote e-voting and ballot-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository Services Limited ("CDSL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.
7. Sealed envelopes containing Ballots were opened in my presence at the registered office of the Company. All the ballots received from 30th June, 2023 (9.00 A.M. IST) to 29th July, 2023 (5.00 P.M. IST) (both days inclusive) were considered for counting of votes via postal ballots.

Cut-off Date

8. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Friday, 23rd June, 2023 were entitled to vote on the resolutions (item no. 1 as set out in the Notice) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
9. **Remote E-Voting & Ballot Voting process**
 - i. The remote e-voting & Ballot Voting period remained open from 30th June, 2023 (9.00 A.M. IST) to 29th July, 2023 (5.00 P.M. IST) (both days inclusive).
 - ii. The votes cast through remote e-voting and the ballots were unlocked on 31st July, 2023, Monday after the conclusion of, on 31st of July 2023 at 10:30 AM and was witnessed by two witnesses who are not in the employment of the Company.

Aditi Ghosh

Aditi Ghosh

Samrat Bhul

Samrat Bhul

- iii. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website provided by CDSL. The report generated by CDSL were relied by me and data regarding the remote e-voting was scrutinised on test check basis.
- iv. The details of shareholders who voted via Ballot were cross verified with the shareholders list as on the cut-off date. Shareholders who casted their votes through both the modes, voting by e-voting mode was treated as valid and votes casted through postal ballot form were treated as invalid.

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10. E-Voting Process

- i. 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 CDSL under my instructions.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
 - iii. The e-votes cast were unblocked on Monday 31st July, 2023.
11. I submit herewith the Consolidated Scrutinizer's Report on the results on the resolutions of the remote e-voting and ballot voting based on the reports generated from the e-voting website of CDSL which were scrutinised on test check basis and the ballot voting which were checked entirely as under:

Special Business

Special Resolution No. 1:

For shifting of registered office and alteration of clause ii of memorandum of association of the company from the "State of West Bengal" to the "State of Maharashtra"

Resolution Type (Ordinary/ Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
			Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
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	Total	97,11,895	97,11,410	100.00	29.00	0.00	456	

Note: Votes casted by shareholders, both via E-voting & ballot voting, ballot voting is considered as invalid as per the instructions provided in Notice for voting.

12. I further report that as per the Notice and Board Resolution dated 23/06/2023, the chairman will declare and confirm the above results of e-voting and ballot voting together in respect of the resolutions referred herein. The results of the e-voting and ballot voting together with the Scrutinizer's Report will be displayed on company's website within 48 hours of the passing of the resolution and shall send the same to the stock exchanges, if required.
13. The electronic data and ballot papers and all other relevant records relating to e-voting and ballot voting are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves, and signs the minutes.
14. This report is issued in accordance with the terms of the engagement letter.
15. I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.

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16. I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Restriction on Use

17. This report has been issued at the request of the Company for (i) submission to Stock Exchange(s) and (ii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

For B J B & Associates

Chartered Accountants

Firm registration No: 329621E



Rahul Bhutoria

(Partner)

Membership No.: 304193

UDIN: 23304193BGWJCT6805



Place: Kolkata

Date: 31st day of July, 2023

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