



To,  
The General Manager,  
Department of Corporate Services,  
**BSE Ltd.**  
P.J. Towers, Dalal Street,  
Fort, Mumbai- 400 001

To,  
The Manager,  
Listing Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400051

**Ref: BSE Scrip Code: 532946 and NSE Symbol: BANG**

Dear Sir/ Madam,

**Sub: Submission of the Scrutinizer Report on the voting results of the 31<sup>st</sup> Annual General Meeting of the Shareholders of the Company.**

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company in its 31<sup>st</sup> Annual General Meeting (AGM) held on 27<sup>th</sup> September, 2023 have accorded their approval with requisite majority, by way of e-voting at AGM/ remote e-voting to the Resolutions set out in the notice convening the said AGM.

In this regard, please find enclosed herewith the following:

- i. The voting result in the Format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure- 1.
- ii. Copy of the scrutinizer's report as Annexure -2.

You are requested to kindly take the above on record and disseminate the same on the website of the stock exchange.

Thanking You,

Yours faithfully,

**For Bang Overseas Limited**

**Brijgopal Bang**  
**Managing Director**  
**DIN: 00112203**

Encl: As stated above

**CONSOLIDATED REPORT OF THE SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,  
The Chairman,  
**Bang Overseas Limited**  
405-406, Kewal Industrial Estate,  
Senapati Bapat Marg, Lower Parel (W),  
Mumbai - 400013

**Sub: Consolidated Scrutinizer's Report on remote e-voting 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 from time to time and e-voting conducted during the Annual General Meeting, for the 31<sup>st</sup> Annual General Meeting of Bang Overseas Limited held on Wednesday, September 27, 2023 at 12.30 P.M (IST) through video conferencing ('VC')/ other audio visual means ('OAVM').**

Dear Sir,

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Thomas Scott (India) Limited ("the Company") for the purpose of scrutinizing remote e-voting and e-voting process during the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the Notice of the 31<sup>st</sup> AGM of the Company, held on Wednesday, September 27, 2023 at 12.30 P.M through Video Conferencing (VC)/ other audio visual means ('OAVM').

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, the latest being 02/2022 dated May 05, 2022 issued by Ministry of Corporate Affairs (MCA) (collectively referred as MCA Circulars) and Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022, issued by Securities and Exchange Board of India (SEBI) and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM. Our responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized Service provider for providing the facility of electronic voting to the shareholders of the Company, before and during the AGM, engaged by the Company.

**Fort:** 208, P. J. Towers, Dalal Street, Fort, Mumbai-400001, Ph.: 022-6747 2129 / 2272 1831  
**Kandivali:** A 1, Satya Co-Op Housing Society, Opp. Telephone Exchange, S V Road, Kandivali (West),  
Mumbai-400067, Ph.: 022-6708 6040 / 41 E-mail: [info@khacs.com](mailto:info@khacs.com) Website: [www.khacs.com](http://www.khacs.com)



We are pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by NSDL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their votethrough Remote e-voting.
2. In terms of aforesaid MCA Circulars, the Company had sent the notice of AGM and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, September 01, 2023.
3. Advertisement was published by the Company in English in Financial Express (Mumbai Edition), and in Marathi in Mumbai Lakshdeep, dated Wednesday, September 06, 2023. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20 and MCA Circulars.
4. The Voting rights were reckoned as on Wednesday, September 20, 2022, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for Four days which commenced on Saturday, September 23, 2023 at 09:00 A.M. and ends on Tuesday, September 26, 2023 at 05:00 P.M. (IST) on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
6. On Wednesday, September 27, 2023 after the conclusion of AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) in the presence of two witnesses Mrs. Dhvani Dongra and Ms. Poonam Bhuva, who are not in the employment of the Company.
7. On scrutiny, we report that 73 Shareholders were present in the meeting through Video Conferencing (VC)/Other Audio Visual Means (OAVM).
8. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting casted by the shareholders, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by us, are as under:



**RESULTS:**

The details containing interalia, no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL). Taking into account the report from NSDL and remote e-voting and e-voting at the AGM the consolidated result with respect to each item on the business as set out in the Notice of the 31<sup>st</sup> AGM dated August 12, 2023 is enclosed;

**Item No. 1.**

**Ordinary Resolution:** To receive, consider and adopt:

- (a) The Standalone Financial Statements of the Company for the year ended on March 31, 2023, containing the Audited Balance Sheet, the Statement of Change in Equity, Profit and Loss and Cash Flow Statement and report of the Board and Auditors thereon, on that date.
- (b) The Consolidated Financial Statements of the Company for the year ended on March 31, 2023, containing the Audited Balance Sheet, the Statement of Change in the Equity, Profit and Loss and Cash Flow Statement and report of the Auditors thereon, on that date.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	115	9674331	0	0	115	9674331	99.97
Voted Against	5	3310	0	0	5	3310	0.03
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority.

**Item No. 2**

**Ordinary Resolution:** To appoint a Director in place of Mr. Raghvendra Bang (DIN: 00356811) who retires by rotation, being eligible, seeks re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	



Voted in Favour	115	9674331	0	0	115	9674331	99.97
Voted Against	5	3310	0	0	5	3310	0.03
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.

**Item No. 3.**

**Special Resolution:** Re-appointment of Mrs. Anuradha Paraskar (DIN: 02331564) as an Independent Director.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	115	9674331	0	0	115	9674331	99.97
Voted Against	5	3310	0	0	5	3310	0.03
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Special Resolution as contained in item No. 3 has been passed with requisite majority.

**Item No. 4**

**Special Resolution:** Re-appointment of Mrs. Vandana Bang (DIN: 08488909) as Whole-Time Director.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	114	9010729	0	0	114	9010729	99.96
Voted Against	5	3310	0	0	5	3310	0.04
Abstain / Invalid	0	0	0	0	0	0	0



Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.

**Item No. 5**

**Special Resolution:** Alteration of Object Clause of Memorandum of Association (MOA) of the company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	115	9674331	0	0	115	9674331	99.97
Voted Against	5	3310	0	0	5	3310	0.03
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed with requisite majority.

**Item No. 6**

**Special Resolution:** Approval of Related Party Transactions.

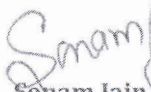
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	92	5849	0	0	92	5849	63.86
Voted Against	5	3310	0	0	5	3310	36.14
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolution as contained in item No. 6 has been passed with requisite majority.



9. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For KOTHARI H. & ASSOCIATES  
Company Secretaries

  
Sonam Jain  
Membership No. 9871

Certificate of Practice No. 12402

UDIN: F009871E001108485

Place: Mumbai  
Date: 29.09.2023

We, the undersigned witnesses that the votes were unblocked from e-voting website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in our presence at 01:21 PM on Wednesday, September 27, 2023.

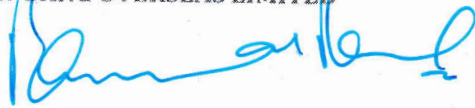


(Poonam Bhuvra)



(Dhwani Dogra)

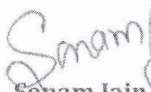
Countersign by the Chairman  
For BANG OVERSEAS LIMITED



Chairman  
Brijgopal Bang  
DIN: 00112203

9. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For KOTHARI H. & ASSOCIATES  
Company Secretaries

  
Sonam Jain  
Membership No. 9871

Certificate of Practice No. 12402

UDIN: F009871E001108485

Place: Mumbai

Date: 29.09.2023

We, the undersigned witnesses that the votes were unblocked from e-voting website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in our presence at 01:21 PM on Wednesday, September 27, 2023.

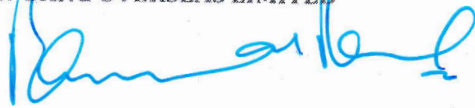


(Poonam Bhuvra)



(Dhwani Dogra)

Countersign by the Chairman  
For BANG OVERSEAS LIMITED



Chairman  
Brijgopal Bang  
DIN: 00112203



Annexure – 1

**Voting Results of the 31<sup>st</sup> AGM of the Company pursuant to Regulation - 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of the AGM</b>	27 <sup>th</sup> September, 2023
<b>Total number of shareholders on record date</b>	7450
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable
Promoters and Promoter Group:	
Public:	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	11
Public:	62

Resolution (1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of Standalone and Consolidated Financial statements of the Company for the year ended on 31 <sup>st</sup> March, 2023 containing the Audited Balance Sheet, the statement of change in the equity, Profit and Loss and Cash Flow and report of the Board and Auditors thereon on that date.					
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	98,96,384	9626702	97.2749	9626702	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		9896384	9626702	97.2749	9626702	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	3663616	50939	1.390	47629	3310	93.502	6.497
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3663616	50939	1.390	47629	3310	93.502
<b>Total</b>	<b>Total</b>	13560000	9677641	99.139	9674331	3310	100	0.03
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Director in place of Mr. Raghvendra Bang (DIN: 00356811) who retires by rotation, being eligible, seeks re-appointment				
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	98,96,384	9626702	97.2749	9626702	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		9896384	9626702	97.2749	9626702	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	50939	1.390	47629	3310	93.502	6.497
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	50939	1.390	47629	3310	93.502
<b>Total</b>	<b>Total</b>	13560000	9677641	99.139	9674331	3310	99.966	0.03
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	663602
Public Insitutions	0
Public - Non Insitutions	0

				Resolution (3)				
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Anuradha Paraskar (DIN: 02331564) as an Independent Director				
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	98,96,384	9626702	97.2749	9626702	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		9896384	9626702	97.2749	9626702	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	50939	1.390	47629	3310	93.502	6.497
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3663616	50939	1.390	47629	3310	93.502
<b>Total</b>	<b>Total</b>	13560000	9677641	99.139	9674331	3310	99.966	0.03
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Vandana Bang (DIN: 08488909) as Whole-Time Director				
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	98,96,384	8963100	90.569	8963100	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		9896384	8963100	90.569	8963100	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	50939	1.390	47629	3310	93.502	6.497
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3663616	50939	1.390	47629	3310	93.502
<b>Total</b>	<b>Total</b>	13560000	9013493	91.959	9010729	3310	100	0.03
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1521000
Public Insitutions	0
Public - Non Insitutions	0

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Object Clause of Memorandum of Association (MOA) of the company.				
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	98,96,384	9626702	97.2749	9626702	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		9896384	9626702	97.2749	9626702	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	50939	1.390	47629	3310	93.502	6.497
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3663616	50939	1.390	47629	3310	93.502
<b>Total</b>	<b>Total</b>	13560000	9677641	99.139	9674331	3310	99.966	0.03
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	9834268
Public Insitutions	0
Public - Non Insitutions	0

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Related Party Transactions.				
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	9896384	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9896384	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	9159	0.25	5849	3310	63.86	36.14
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	9159	0.25	5849	3310	63.86
<b>Total</b>	<b>Total</b>	13560000	9159	0.067	5849	3310	63.86	36.14
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0