



Ragini Chokshi & Co.

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Company Secretaries

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Date : 07.08.2023

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,
104th Annual General Meeting (AGM) of
BOMBAY CYCLE & MOTOR AGENCY LTD.
Held on Friday, August 04, 2023 at 04:00 P.M.

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., 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 & MOTOR AGENCY LTD (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the 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, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022 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 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Friday, August 04, 2023 at 04:00 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 104th 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 Securities 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, 20/2020 and 02/2021, 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively issued by the Ministry of Corporate Affairs, advertisement was published on July 12, 2023 in Financial Express, Mumbai (English, in all Editions) and on July 12, 2023 in Mumbai Lakshadeep, Mumbai (Marathi Edition), 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 namely www.bcma.in and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
- iii) The Company completed dispatch of Notice of AGM on July 11, 2023 by E-mail to Members who had registered their email addresses with the Company / Depositories.

4. Cut-off date

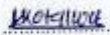
Voting rights were reckoned as on Friday, July 28, 2023 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

5. Remote e-voting process

- i) **Agency:** The Company had appointed National Securities 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 Tuesday, August 01, 2023 and ended on Thursday, August 03, 2023 at 5:00 p.m.

The votes cast were unblocked on August 04, 2023 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: Divya Gohil


Name: Devashri Kotalwar

- iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording i.e. e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on August 04, 2023 after 15 minutes of conclusion of proceedings of 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 National Securities Depository Limited (NSDL) and relied upon by me as under:



CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No 1: Ordinary Resolution

1) To receive, consider and adopt:

- (a) the Audited Standalone Financial Statements for the year ended as at March 31, 2023 together with the Report of the Board of Directors and the Auditors thereon
(b) the Audited Consolidated Financial Statements for the year ended as at March 31, 2023 together with the Reports of Auditors thereon.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	35	292417	0	0	35	292417	99.991
Dissent	1	25	0	0	1	25	0.009
Total	36	292442	0	0	36	292442	100

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	292442	100
Assented to Resolution	292417	99.991
Dissented to Resolution	25	0.009

Item No 2: Ordinary Resolution

To declare Final Dividend on Equity Shares for the Financial Year ended March 31, 2023.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	35	292417	0	0	35	292417	99.991
Dissent	1	25	0	0	1	25	0.009
Total	36	292442	0	0	36	292442	100



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	292442	100
Assented to Resolution	292417	99.991
Dissented to Resolution	25	0.009

Item No 3: Ordinary Resolution

To appoint a Director in place of Mr. Chakor L. Doshi (DIN: 00210949) who retires by rotation at the 104th Annual General Meeting and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	2559	0	0	27	2559	99.03
Dissent	1	25	0	0	1	25	0.97
Total	28	2584	0	0	28	2584	100

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2584	100
Assented to Resolution	2559	99.03
Dissented to Resolution	25	0.97

Note:- 8 number of Votes having 289858 Equity shares has been excluded being the votes of the related party.

SPECIAL BUSINESS:

Item No 4: Special Resolution

To consider and approve continuation of directorship of Mr. Chakor L. Doshi as a Non-Executive Director after attaining the age of 75 years.



Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	2559	0	0	27	2559	99.03
Dissent	1	25	0	0	1	25	0.97
Total	28	2584	0	0	28	2584	100

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2584	100
Assented to Resolution	2559	99.03
Dissented to Resolution	25	0.97

Note:- 8 number of Votes having 289858 Equity shares has been excluded being the votes of the related party.

Item No 5: Special Resolution

To consider and approve renewal of consultancy contract of Mr. Chakor L. Doshi, Chairman Emeritus.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	2559	0	0	27	2559	99.03
Dissent	1	25	0	0	1	25	0.97
Total	28	2584	0	0	28	2584	100



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	2584	100
Assented to Resolution	2559	99.03
Dissented to Resolution	25	0.97

Note:- 8 number of Votes having 289858 Equity shares has been excluded being the votes of the related party.

RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are passed with requisite majority as on the date of the 104th AGM of the Company i.e. Friday, August 04, 2023.

Yours faithfully,
Thanking You,

Countersigned by
Bombay Cycle & Motor Agency Ltd.

Company Secretary

Place: Mumbai
Date: 07/08/2023



For Ragini Chokshi & Company
(Company Secretaries)

Ragini Kamal Chokshi Digitally signed
by Ragini
Kamal Chokshi

RAGINI CHOKSHI
(Partner)

Membership No: 2390
C.P. Number: 1436
UDIN: F002390E000757375

Place: Mumbai
Date: 07/08/2023