



**BKM**  
INDUSTRIES LIMITED

(Formerly Manaksia Industries Limited)  
CIN: L27100WB2011PLC161235

**Registered Office:**  
5<sup>th</sup> Floor, Block – 3B  
Plot No. - II/F/11  
Ecospace Business Park  
New Town, Rajarhat  
Kolkata – 700 160, India

Sec/Indus/ 201

08.09.2018

<p><b>The Secretary , National Stock Exchange of India Ltd,</b> Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, 'G' Block, Bandra – Kurla Complex, Bandra (E), <b><u>Mumbai – 400 051.</u></b> <b><u>Code - BKMINDST</u></b></p>	<p><b>The Secretary , BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, <b><u>Mumbai – 400 001.</u></b> <b><u>Scrip Code : 539043</u></b></p>
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Dear Sir(s),

**Reg : Outcome and Scrutinizer Report of Annual General Meeting.**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108/ 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (voting results) of Annual General Meeting of the Company for the financial year 2017-18 held on Friday, September 7, 2018.
2. Consolidated report issued by the Scrutinizer on remote e-voting and voting by ballot papers at the venue of the Annual General Meeting.

Request you to kindly put the same on your record.

Thanking You,

**For BKM Industries Limited**

  
**Surbhi Shah**  
Company Secretary



**Encl: As above**



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### OUTCOME OF ANNUAL GENERAL MEETING

Date of the AGM	Friday, 7 <sup>th</sup> September, 2018
Total number of shareholders on record date	20120
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group :	3
Public :	559
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group :	N.A.
Public :	N.A.

**Agenda No 1:** Adoption of Standalone & Consolidated Financial Statement of the Company including Audited Balance Sheet as at 31<sup>st</sup> March, 2018, Audited Profit & Loss Account and the Cash Flow Statement for the year ended as on that date together with Report of Directors' and Auditors' thereon.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	41255940	41255940	100.00	41255940	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		41255940	41255940	100.00	41255940	-	100.00
Public Institution	E-Voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		756	-	-	-	-	-
Public-Non-Institution	E-Voting	24277354	63532	0.2617	63482	50	99.9213	0.0787
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		641315	2.6416	641315	-	100.00	-
	Total		24277354	704847	2.9033	704797	50	99.993
Total		65534050	41960787	64.029	41960737	50	99.999	0.0001

Result: Passed by Majority.





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Kolkata – 700 160, India

**Agenda No 2:** Re-Appointment of Mr. Navneet Manaksia (DIN 00438612), Director who retired by rotation and being eligible offered himself for re-appointment.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							Yes	
Category	Mode of voting	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)] *100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	41255940	41255940	100.00	41255940	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		41255940	41255940	100.00	41255940	-	100.00
Public Institution	E-Voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		756	-	-	-	-	-
Public-Non-Institution	E-Voting	24277354	63532	0.2617	63447	85	99.8662	0.1338
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		641315	2.6416	641315	-	100	-
	Total		24277354	704847	2.9033	704762	85	99.9879
<b>Total</b>		<b>65534050</b>	<b>41960787</b>	<b>64.0290</b>	<b>41960702</b>	<b>85</b>	<b>99.9998</b>	<b>0.0002</b>

**Result: Passed by Majority**





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Plot No. - III/F/11  
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New Town, Rajarhat  
Kolkata – 700 160, India

**Agenda No 3:** Modification in the terms of appointment of M/s. SRB & Associates, Chartered Accountants as the Statutory Auditors of the Company and authorized the Board to fix their remuneration.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)] *100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	41255940	31755940	76.97	31755940	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		41255940	31755940	76.97	31755940	-	100
Public Institution	E-Voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		756	-	-	-	-	-
Public-Non-Institution	E-Voting	24277354	63532	0.2617	63482	50	99.9213	0.0787
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		641315	2.6416	641315	-	100	-
	Total		24277354	704847	2.9033	704797	50	99.9929
<b>Total</b>		<b>65534050</b>	<b>32460787</b>	<b>49.5327</b>	<b>32460737</b>	<b>50</b>	<b>99.9998</b>	<b>0.0002</b>

**Result: Passed by Majority**





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New Town, Rajarhat  
Kolkata – 700 160, India

**Agenda No 4:** Approval for the payment of remuneration to Mr. Basant Kumar Agrawal (DIN: 00520558) as Chairman cum Managing Director in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

Resolution required : (Ordinary/Special) :							Special	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	41255940	41255940	100	41255940	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		41255940	41255940	100	41255940	-	100
Public Institution	E-Voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		756	-	0	-	-	-
Public-Non-Institution	E-Voting	24277354	63396	0.2611	63311	85	99.8659	0.1341
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		641315	2.6416	641315	-	100	-
	Total		24277354	704711	2.9027	704626	85	99.9879
<b>Total</b>		<b>65534050</b>	<b>41960651</b>	<b>64.0288</b>	<b>41960566</b>	<b>85</b>	<b>99.9998</b>	<b>0.0002</b>

**Result: Passed by Majority**





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New Town, Rajarhat  
Kolkata – 700 160, India

**Agenda No 5:** Approval for the payment of remuneration to Mr. Aditya B Manaksia (DIN: 00614488) as Whole- time Director in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

Resolution required : (Ordinary/Special) :							Special	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	41255940	41255940	100	41255940	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>41255940</b>	<b>41255940</b>	<b>100</b>	<b>41255940</b>	<b>-</b>	<b>100</b>
Public Institution	E-Voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>756</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non-Institution	E-Voting	24277354	63532	0.2617	63447	85	99.8662	0.1338
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		641315	2.6416	641315	-	100	-
	<b>Total</b>		<b>24277354</b>	<b>704847</b>	<b>2.9033</b>	<b>704762</b>	<b>85</b>	<b>99.9879</b>
<b>Total</b>		<b>65534050</b>	<b>41960787</b>	<b>64.0290</b>	<b>41960702</b>	<b>85</b>	<b>99.9998</b>	<b>0.0002</b>

**Result: Passed by Majority**





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New Town, Rajarhat  
Kolkata – 700 160, India

**Agenda No 6:** Approval for the payment of remuneration to Mr. Navneet Manaksia (DIN: 00438612) as Whole- time Director in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

Resolution required : (Ordinary/Special) :							Special	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	41255940	41255940	100	41255940	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>41255940</b>	<b>41255940</b>	<b>100</b>	<b>41255940</b>	-	<b>100</b>
Public Institution	E-Voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>756</b>	-	-	-	-	-
Public-Non-Institution	E-Voting	24277354	63532	0.2617	63447	85	99.8662	0.1338
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		641315	2.6416	641315	-	100	-
	<b>Total</b>		<b>24277354</b>	<b>704847</b>	<b>2.9033</b>	<b>704762</b>	<b>85</b>	<b>99.9879</b>
<b>Total</b>		<b>65534050</b>	<b>41960787</b>	<b>64.0290</b>	<b>41960702</b>	<b>85</b>	<b>99.9998</b>	<b>0.0002</b>

**Result: Passed by Majority**

Thanking You,

For BKM Industries Limited

Surbhi Shah  
Company Secretary



## **Scrutinizer's Report**

**[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]**

**The Chairman,**  
**M/s. BKM Industries Limited**  
Room No. 504, 5<sup>th</sup> Floor,  
Block -3B, Plot – II/F/11 Ecospace Business Park,  
New Town, Rajarhat,  
**Kolkata – 700 160.**

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of M/s. **BKM Industries Limited**(the Company) as a Scrutinizer as per the provisions of Section 108 /109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting & voting carried out by means of Ballot papers at the venue of the 7<sup>th</sup>Annual General Meeting of the Equity Shareholders of the Company and ascertaining the requisite majority on voting carried out on the resolutions contained in the notice to the 7<sup>th</sup>Annual General Meeting (AGM) of the members of the Company, held on Friday, the 7<sup>th</sup> day of September, 2018 at 'Rotary Sadan', 94/2, Chowringhee Road, Kolkata – 700 020 at 02.30 P.M.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means & ballot paper on the resolutions contained in the Notice to the 9<sup>th</sup>Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by the National Securities Depository Limited (NSDL), the authorised agency to provide remote e-voting facilities, engaged by the Company and voting conducted by means of Ballot Papers at the venue of the Annual General Meeting.
2. Further to the above, I submit my report as under:-
  - i) The remote e-voting period remained open from Tuesday, September 4, 2018 (10.00 A.M.) up to Thursday, September 6, 2018 (5.00 P.M.).





- ii) The members of the Company as on the “cut-off” date i.e. Friday, August 31, 2018 were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the AGM of the Company).
- iii) The facility of Ballot voting was provided at the venue of the AGM only to those members present who had not casted their votes by remote e-voting.
- iv) The ballot box for voting by means of ballot paper was locked and sealed by me in the presence of the members and proxies present at the Annual General Meeting.
- v) On conclusion of the Voting at the venue of the AGM held on 7<sup>th</sup> September, 2018, the ballot box was carried and opened by me in the presence of 2 witnesses, Ms. Priyanka Gupta and Ms. Pooja M Patel. The votes casted through Ballot Papers were duly scrutinized and were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
- vi) The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes casted through e-voting and found not in accordance to the rules provided were also treated as invalid.
- vii) Thereafter, votes casted through remote e-voting were unblocked on 7<sup>th</sup> September, 2018 in the presence of 2 witnesses, Ms. Priyanka Gupta and Ms. Pooja M Patel, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Priyanka Gupta.

Name: Priyanka Gupta

Pooja Patel

Name: Pooja M Patel

- viii) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted “for” or “against” each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), i.e. <https://www.evoting.nsdl.com>.
- ix) Based on such reports generated from the website of NSDL and the votes casted through the Ballot Papers at the venue of the AGM, the result of the voting stands as under:



**Item No. 1:-**

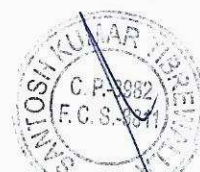
**Ordinary Resolution:** Adoption of Standalone & Consolidated Financial Statement of the Company including Audited Balance Sheet as at 31<sup>st</sup> March, 2018, Audited Profit & Loss Account and the Cash Flow Statement for the year ended as on that date together with Report of Directors' and Auditors' thereon.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	28	41319422	87	641315	115	41960737	99.9999
Votes against the resolution	1	50	-	-	1	50	0.0001
Invalid Votes	-	-	20	2123	20	2123	-

**Item No. 2:-**

**Ordinary Resolution:** Re-Appointment of Mr. Navneet Manaksia (DIN 00438612), Director who retired by rotation and being eligible offered himself for re-appointment.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	27	41319387	87	641315	114	41960702	99.9999
Votes against the resolution	2	85	-	-	2	85	0.0001
Invalid Votes	-	-	20	2123	20	2123	-



**Item No. 3:-**

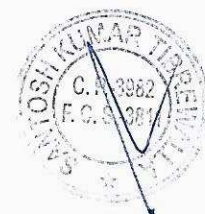
**Ordinary Resolution:** Modification in the terms of appointment of M/s. SRB & Associates, Chartered Accountants as the Statutory Auditors of the Company and authorized the Board to fix their remuneration.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	27	31819422	87	641315	27	32460737	99.9999
Votes against the resolution	1	50	-	-	1	50	0.0001
Invalid Votes	-	-	20	2123	20	2123	-

**Item No. 4:-**

**Special Resolution:** Approval for the payment of remuneration to Mr. Basant Kumar Agrawal (DIN: 00520558) as Chairman cum Managing Director in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	26	41319251	87	641315	113	41960566	99.9999
Votes against the resolution	2	85	-	-	2	85	0.0001
Invalid Votes	-	-	20	2123	20	2123	-



**Item No. 5:-**

**Special Resolution:** Approval for the payment of remuneration to Mr. Aditya B Manaksia (DIN: 00614488) as Whole- time Director in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	27	41319387	87	641315	114	41960702	99.9999
Votes against the resolution	2	85	-	-	2	85	0.0001
Invalid Votes	-	-	20	2123	20	2123	-

**Item No. 6:-**

**Special Resolution:** Approval for the payment of remuneration to Mr. Navneet Manaksia (DIN: 00438612) as Whole- time Director in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	27	41319387	87	641315	114	41960702	99.9999
Votes against the resolution	2	85	-	-	2	85	0.0001
Invalid Votes	-	-	20	2123	20	2123	-

