

# QUEST CAPITAL MARKETS LIMITED

(Formerly known as BNK Capital Markets Limited)

**CIN : L34202WB1986PLC040542**

**Reg. Office : Duncan House, 31, Netaji Subhas Road, Kolkata - 700 001**

**Tel No. : (033) 6625 1000 / 1500, TELEFAX : (033) 2230 6844**

**E-mail : secretarial.qcml@rpsg.in, Website : www.qcml.in**

**Date: 08/07/2022**

**The Deputy General Manager,  
BSE Limited  
Mumbai - 400 001  
Security Code: 500069  
Through BSE Listing Center**

**The Secretary  
The Calcutta Stock Exchange Ltd  
Kolkata – 700 001  
Script Code: 10012048  
Through CSE Compliance Uploader**

Dear Sir,

**Sub: Proceedings of the Thirty Sixth Annual General Meeting (AGM) held on Friday, July 8, 2022 and Voting Results**

Pursuant to Regulation 30, Part- A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI Regulations), we enclose the summary of proceedings of the Thirty Sixth AGM of the Company held on Friday, July 8, 2022. (Annexure-I)

Further, pursuant to Regulation 44(3) of the SEBI Regulations, we are submitting herewith the declaration of the Voting Results along with Consolidated Scrutinizer's Report, marked as Annexure-II. The said results are also being uploaded on the Company's website.

Kindly take note the above in your record.

Thanking you,

Yours faithfully,

For Quest Capital Markets Limited

*Nitika Rathi*



**Nitika Rathi  
Company Secretary & Compliance Officer  
M No.: A 44048**

Encl: as above

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## Annex- I

### REPORT ON THE PROCEEDINGS OF THE 36<sup>TH</sup> ANNUAL GENERAL MEETING OF QUEST CAPITAL MARKETS LIMITED

#### A. Date, time and venue of the AGM

The 36<sup>th</sup> Annual General Meeting (AGM) of Quest Capital Markets Limited was held on Friday, 08<sup>th</sup> July 2022 through video Conferencing / other Audio- Visual Means (OAVM) and all business set out in the Notice dated 09<sup>th</sup> June 2022 were transacted.

The Meeting commenced at 12:00 Noon (IST) and concluded at 12:47 P.M. (IST)

#### B. Proceedings in brief

Mr. Sunil Bhandari, Chairman of the Board, was in the Chair in accordance with Articles of Association of the Company.

28 (Twenty Eight) members attended the meeting out of which 2 (Two) were represented by their authorized representatives at the above AGM.

The quorum being present, the Chairman declared the Meeting open and welcomed the Members.

The Chairman then advised Ms Nitika Rathi, Company Secretary & Compliance Officer of the Company to brief the members some of the basic rules relating to AGM. Ms Nitika Rathi, inter-alia, stated the following:

- The Company had provided the facility to the members to cast their votes through remote e-voting which concluded yesterday i.e. July 7, 2022.
- Members who have not cast their votes yet electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL
- There will be NO voting by show of hands and there will not be any proposer/ seconder for any Resolution placed for e-voting.
- The Auditors' Report is not being read out, since the accounts do not have any audit qualifications.
- The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangement has been made available electronically for inspection by the members during the AGM.
- Q&A session for members who have registered themselves as speakers will open once all the resolutions set forth in the Notice are tabled



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The Chairperson delivered his speech and the Notice of the Meeting was taken as read. In terms of the Notice dated June 9, 2022, convening the AGM of the Company, the following items of business were placed for members' consideration and approval:

No.	Resolutions	Type of Resolution
<b>Ordinary Business</b>		
1.	To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon;	Ordinary
2.	To declare dividend of ₹ 2.50 per equity shares for the Financial Year ended 31st March 2022	Ordinary
3.	Appointment of Mr Harish Toshniwal who retires by rotation as a director.	Ordinary
4.	Re-appointment of Auditors and fixation of their remuneration.	Ordinary

The Chairman then invited the pre-registered shareholders for their queries and views. Chairman replied to them suitably.

The Chairman thereafter announced that the voting results of all the 4 (four) resolutions would be announced within 48 hours of the conclusion of the meeting and would be posted on the website of the Company and website of CDSL. The same would also be displayed on the Notice Board at the registered office of the Company.

The Chairman thereafter thanked the members for attending the AGM and concluded the same with vote of thanks.

Thanking You,

For Quest Capital Markets Limited

*Nitika Rathi*

Nitika Rathi  
Company Secretary & Compliance Officer  
M No.: A44048



Date: 08<sup>th</sup> July 2022

Encl: As above

**CONSOLIDATED**  
**SCRUTINIZER'S REPORT**  
**OF**  
**QUEST CAPITAL MARKETS**  
**LIMITED.**

*Thirty Sixth Annual General Meeting*

*Held on Friday, July 08, 2022*

*At 12pm.*

**THROUGH VIDEO CONFERENCING/  
OTHER AUDIO VISUAL MEANS**

**TARUN GOYAL.**

PRACTISING COMPANY SECRETARIES

212 A JESSORE ROAD

CHANDA NIKET BUILDING

KOLKATA - 700089, INDIA

PHONE NO.: 9748347545

E- MAIL: tarun25255@gmail.com



*Tarun Goyal*



To  
The Chairman  
Quest Capital Markets Limited  
(formerly known as BNK Capital Market Ltd)  
Duncan House  
31, Netaji Subhas Road  
Kolkata 700 001

Dear Sir,

Sub: CONSOLIDATED SCRUTINIZER'S REPORT on remote e voting conducted pursuant to Section 108 of the Companies Act, 2013, as amended, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the 36<sup>th</sup> Annual General Meeting of the Company "Quest Capital Markets Limited" held on 8<sup>th</sup> July 2022 at 12 Noon (IST) through Video Conferencing (VC)/ Other Audio Visual Mode (OAVM).

## A. APPOINTMENT

- (i) I, Tarun Goyal, a Company Secretary in Practice, having ACS No.- 25255 &CoP No.- 9057, have been appointed as a Scrutinizer by the Board of Directors of QUEST CAPITAL MARKETS LIMITED (the Company) at their Meeting held on 9<sup>th</sup> June, 2022 for the purpose of Scrutinizing the e-voting process (remote e-voting) and remote e- voting system during the meeting on the date of Thirty- Sixth Annual General Meeting (AGM) in a fair and transparent manner;
- (ii) My appointment as a Scrutinizer was under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules");
- (iii) My appointment as a Scrutinizer was also for ascertaining the requisite majority for the Resolutions proposed in the AGM's Notice dated 9<sup>th</sup> June 2022 issued to the Members of the Company in accordance with circular no. **02/2022 dated May 5, 2022** read with General Circular no. 20/2020 dated May 5, 2020, General Circular no.2/2021 dated January 13, 2021, General Circular no. 19/2021 dated December 8, 2021 and General Circular no. 21/2021 dated December 14, 2021, issued by Ministry of Corporate Affairs, Government of India (MCA) and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities Exchange



Tarun Goyal



**TARUN GOYAL**

**COMPANY SECRETARIES**

212-A, JESSORE ROAD. CHANDA NIKET BLDG.

3<sup>RD</sup>FLOOR, FLAT NO.3/1

KOLKATA-700089

Email id: tarun25255@gmail.com

Board of India. The AGM was held on Friday, 8<sup>th</sup> July, 2022 through Video Conferencing (VC) and Other Audio Visual Means (OAVM).

## **B. MANAGEMENT'S RESPONSIBILITY**

The Management of the Company is responsible to ensure the compliance with the requirement of

- (i) the Companies Act, 2013, as amended and the Rules made thereunder, as amended;
- (ii) the MCA Circulars; and
- (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") as amended.

relating to e-voting on the Resolutions contained in the Notice calling the AGM.

## **C. SCRUTINIZER'S RESPONSIBILITY**

My responsibility as a Scrutinizer for the e-voting process (i.e. by remote e-voting and e-voting during the meeting on the date of Thirty Sixth AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions contained in the said notice of AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means i.e. by remote e-voting and e-voting system during the meeting on the date of AGM which was facilitated on the basis of data maintained by Registrar & Share Transfer Agent of the Company.

## **D. CUT-OFF DATE**

(i) The Company dispatched Notice of the Thirty- Sixth AGM to the members by e-mail whose names were appeared on the Register of Members/List of Beneficiaries as notified by Depositories as on 03<sup>rd</sup> June 2022

(ii) The Company had provided the facility of voting on the Resolutions proposed in the notice of the Thirty Sixth AGM through electronic means i.e. by remote e-voting and e- voting system during the meeting on the date of AGM to persons who were Members on the cut-off date of 01st July, 2022.

## **E. REMOTE E-VOTING PROCESS**

(i) In accordance with the Notice dated June 9th, 2022 sent to the Members and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as Amended) on 14<sup>th</sup> June 2022, the e-voting opened at 09:00 AM on JULY 05, 2022 and remain opened up to 5:00 P.M. on JULY 7, 2022;

(ii) All votes cast in respect of Resolutions contained in the Notice of Thirty- Sixth AGM held on Friday, the July 8, 2022 have been considered for my scrutiny;

(iii) Particulars of all the votes cast by electronic means have been entered in a Register separately maintained for the purpose.



Tarun Goyal

## **F. E-VOTING PROCESS DURING AGM**

- (i) All members who opted to vote during the meeting on the date of AGM were provided with the facility of venuee- voting system;
- (ii) I had obtained a complete record of votes cast by remote e-voting and venue e-voting during the meeting on the date of AGM from CDSL which was unblocked by CDSL after 15 (fifteen) minutes from the conclusion of e- voting at the AGM on Friday, the July 8, 2022;
- (iii) I had unblocked the votes cast through remote e-voting and e-voting during the meeting on the date of AGM after 15 (fifteen) minutes from the conclusion of Thirty Sixth AGM.

## **G. REPORT**

I submit herewith my Scrutinizer's Report on the results of voting though remote e-voting and venue e-voting during the meeting on the date of AGM, which is as under: -

### **1.ORDINARY RESOLUTION**

To consider and adopt:

- a) To consider and adopt Audited Financial Statements of the Company for the financial year ended on March 31, 2022 and the Reports of the Board of Directors and Auditors thereon

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	32	7503226	7	31	39	7503257	99.9998
Against	1	15	0	0	1	15	0.0002
Total	33	7503241	7	31	40	7503272	100

### **2. ORDINARY RESOLUTION.**

To declare a final dividend of Rs. 2.50/- per equity share for the financial year ended March 31, 2022.

PARTICULARS	REMOTE E-VOTING	E-VOTING DURING AGM	TOTAL	PERCENTAGE OF VOTES CAST(%)



Tarun Goyal

	NO	VOTES	NO	VOTES	NO	VOTES	
FAVOUR	32	7503226	7	31	39	7503257	99.9998
AGAINST	1	15	0	0	1	15	0.0002
TOTAL	33	7503241	7	31	40	7503272	100

### 3. ORDINARY RESOLUTION -

Appointment of Mr. Harish Toshniwal who retires by rotation as a director..

PARTICULARS	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	32	7503226	7	31	39	7503257	99.9998
Against	1	15	0	0	1	15	0.0002
Total	33	7503241	7	31	40	7503272	100

### 4. ORDINARY RESOLUTION -

To re-appoint Auditors and fix their remuneration

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Vote	
Favour	32	7503226	7	31	39	7503257	99.9998
Against	1	15	0	0	1	15	0.0002
Total	33	7503241	7	31	40	7503272	100



Tarun Goyal



## **H. SAFE CUSTODY OF RECORDS**

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

## **I. RESTRICTION ON USE**

This report has been issued at the request of the Company for

- (i) submission to the Stock Exchanges where the securities of the Company are listed,
- (ii) placing on website of the Company and
- (iii) placing on the website of the CDSL

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.

**Thanking You,**

*Tarun Goyal*  
**Yours faithfully,**  
**TARUN GOYAL**

**(PRACTISING COMPANY SECRETARY)**

**MEMB NO 25255 CP NO 9057**

**UDIN: A025255D000590371**

**Place: Kolkata**

**Date: 08/07/2022**

Counter signed by:

The Chairman of the Meeting



## Voting Results of 36th Annual General Meeting

<b>Date of the AGM/EGM</b>	08th July 2022
<b>Total number of shareholders on record date</b>	3332
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	N.A
Public:	N.A
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	2
Public:	26

**Item No. 1 : To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon;**

<b>Resolution required: (Ordinary/ Special):</b>	Ordinary Resolution
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	(1)	(2)	100.0000	(4)	(5)	(6)	(7)
	Venue e-voting		7500000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7500000	100.0000	7500000	0	0	100
<b>Public- Institutions</b>	Remote E-Voting		0	0	0	0	0	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)	100000	0	0	0	0	0	0
	Total		0	0	0	0	0	0
<b>Public- Non Institutions</b>	Remote E-Voting		3241	0.1350	3226	15	99.5372	0.4628
	Venue e-voting		31	0.0013	31	0	100.0000	0.0000
	Postal Ballot (if applicable)	2400000	0	0	0	0	0	0
	Total		3272	0.1363	3257	15	99.5416	0.4584
<b>Total</b>		<b>10000000</b>	<b>7503272</b>	<b>75.0327</b>	<b>7503257</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>



**Item No. 2.: To declare dividend of Rs 2.50 per equity shares for the Financial Year ended 31st March 2022**

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
<b>Promoter and Promoter Group</b>	Remote E-Voting	7500000	7500000	100.0000	7500000	0	100	0	
	Venue e-voting		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	<b>Total</b>		7500000	7500000	100.0000	7500000	0	100	0
<b>Public- Institutions</b>	Remote E-Voting	1000000	0	0	0	0	0	0	
	Venue e-voting		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0	0
<b>Public- Non Institutions</b>	Remote E-Voting	2400000	3241	0.1350	3226	15	99.5372	0.4628	
	Venue e-voting		31	0	31	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		3272	0.1363	3257	15	99.5416	0.4584	
<b>Total</b>		<b>10000000</b>	<b>7503272</b>	<b>75.0327</b>	<b>7503257</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>	

**Item No.3.: Appointment of Mr Harish Toshniwal who retires by rotation as a director.**

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	7500000	7500000	100.0000	7500000	0	100	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		7500000	7500000	100.0000	7500000	0	100



Public- Institutions	Remote E-Voting	100000	0	0	0	0	0	0	0
	Venue e-voting								
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting		3241	0.1350	3226	15	99.5372	0.4628	
	Venue e-voting		31	0.0013	31	0.0000	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.000	0	0	0	0	
	Total		3272	0.1363	3257	15	99.5416	0.4584	
<b>Total</b>		<b>10000000</b>	<b>7503272</b>	<b>75.0327</b>	<b>7503257</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>	

Item No.4.: Re-appointment of Auditors and fixation of their remuneration.

Resolution required: (Ordinary/ Special):

Ordinary Resolution

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

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E-Voting		7500000	100.0000	7500000	0	100	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)	7500000	0	0	0	0	0	0
	Total		7500000	7500000	100.0000	7500000	0	100
Public- Institutions	Remote E-Voting		0	0	0	0	0	0
	Venue e-voting		0	0	0	0	0	0
	Postal Ballot (if applicable)	100000	0	0	0	0	0	0
	Total		100000	0	0	0	0	0
Public- Non Institutions	Remote E-Voting		3241	0.1350	3226	15	99.5372	0.4628
	Venue e-voting		31	0.0013	31	0	100.0000	0.0000
	Postal Ballot (if applicable)	2400000	0	0	0	0	0	0
	Total		2400000	3272	0.1363	3257	15	99.5416
<b>Total</b>		<b>10000000</b>	<b>7503272</b>	<b>75.0327</b>	<b>7503257</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>

For Quest Capital Markets Limited  
**Nitika Rath**  
 Nitika Rath  
 Company Secretary & Compliance Officer  
 M No.: A44048

