

# **BSEL INFRASTRUCTURE REALTY LIMITED**

**CIN : L99999MH1995PLC094498**

Regd. Office : 737, 7th Floor, The Bombay Oilseeds & Oils Exchange Premises Co-op, Soc. Ltd.,  
The Commodity Exchange, Plot No. 2,3 & 4, Sector-19-A, Vashi, Navi Mumbai-400 705.  
Tel. : +91-22-6512 3124, Tele fax : +91 22 2784 4401, website : www.bsel.com



**Date: 25.09.2021**

To,  
**BSE Limited**  
Listing Department,  
Phiroze Jeejeebhoy Towers  
Dalal Street; Fort  
Mumbai 400 001  
Script Code: 532123  
ISIN: INE395A01016

Dear Sir/Madam,

**Sub: Summary of Proceedings of 26<sup>th</sup> Annual General Meeting and E-Voting Results of BSEL Infrastructure Realty Limited (the "Company") held on n Saturday, 25<sup>th</sup> September, 2021.**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed the following documents:

1. Summary of proceedings of 26<sup>th</sup> AGM of the Company pursuant to Regulation 30 of Listing Regulations as **Annexure A.**
2. Consolidated Voting results in the format prescribed under Regulation 44 of the Listing Regulations as **Annexure B.**
3. Scrutinizer's Report on votes cast during the Meeting and Remote E-voting pursuant to pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as **Annexure C.**

The AGM concluded at 10:30 a.m. (IST).

The Voting Results along with the Scrutinizer's Report dated September 25, 2021 is also being made available on the Company's website at [www.bsel.com](http://www.bsel.com).

You are requested to take the above information on your records.

Yours sincerely,

**For BSEL Infrastructure Realty Limited**

Handwritten signature of Alpa Hakani in black ink.

**Alpa Hakani**

**Company Secretary & Compliance Officer**

Encl: a/a



## **SUMMARY OF PROCEEDINGS OF 26<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

The 26<sup>th</sup> Annual General Meeting (“AGM” or “the meeting”) of BSEL Infrastructure Realty Limited (“the Company”) was held on Saturday, 25<sup>th</sup> September, 2021 at 9.30 A.M. at 737, 7th Floor, The Bombay Oil Seeds & Oils Exchange Premises Co-operative Society Ltd., The Commodity Exchange, Plot Nos. 2, 3 & 4, Sector-19A, Vashi, Navi Mumbai, Maharashtra – 400705) in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. The meeting commenced at 9.30 a.m. and concluded at 10.30 a.m.

Ms. Alpa Hakani, Compliance Officer (“CO”) welcomed the shareholders and other invitees present at the 26<sup>th</sup> Annual General Meeting of the Company. She further, introduced the Board of Directors of the Company, and other Invitees/attendees present at the AGM. All Directors were present for the meeting. Thereafter, the CO ascertained the requisite quorum and called the Meeting to order.

Mr. Kiritkumar Kanakiya, Director of the Company, chaired the proceedings of the AGM.

On request by the Chairman, CO, briefed on certain points relating to participation in the meeting which, inter alia, included the following:-

- The Company had taken all feasible efforts under the current circumstances to enable members to participate and vote at the AGM.
- The Company had provided the facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 26<sup>th</sup> AGM of the Company and the remote e-voting period commenced on Wednesday, 22<sup>nd</sup> September, 2021 (9.00 a.m. IST) till Friday, 24<sup>th</sup> September, 2021 (05.00 p.m. IST).
- Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, during the AGM.
- The Company had appointed M/s. Sunita Dube & Associates, Company Secretaries, as Scrutinizer for the purpose of scrutinizing the remote E-voting process and voting at AGM.

The CO further informed the Members that the Statutory Auditors Report and Secretarial Audit Report does not contain qualification or adverse remarks and with the permission of the Members present, the notice convening the meeting, along with Annual Report, already been emailed to all shareholders, were taken as read.

The members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 26<sup>th</sup> AGM of the Company. Shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses were provided to the members by Mr. Kiritkumar Kanakiya, Chief Executive Officer of the Company.

The CO, thereafter, thanked all the members and Directors for their participation at the AGM and for their constructive suggestions and observations.

The following items of business, as per the Notice convening the 26<sup>th</sup> AGM of the Company were transacted at the meeting:

<b>ORDINARY BUSINESS</b>	
1	To receive, consider and adopt Audited Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon. <b>(Ordinary Resolution)</b>
2	To appoint a Director in place of Mrs. Disha Rajendra Devrukhkar (DIN: 05156891), who retires by rotation and being eligible, offers herself for re-appointment. <b>(Ordinary Resolution)</b>
<b>SPECIAL BUSINESS</b>	
3	To ratify the appointment of Mr. Bhavik Ajay Soni (DIN: 08940749) as Executive, Non-Independent Director of the Company. <b>(Ordinary Resolution)</b>

The Scrutinizer's Report was received after the meeting on September 25, 2021. All the aforesaid resolutions were passed with requisite majority. Detailed voting results for the votes cast through remote e-voting and voting at the AGM on all the resolutions as set out in the Notice of AGM are enclosed.

This is for your information and records.

Thanking You.

Your sincerely,

**For BSEL Infrastructure Realty Limited**

  


**Alpa Hakani**  
**Company Secretary & Compliance Officer**

	BSEL INFRASTRUCTURE REALTY LIMITED
Date of the AGM/EGM	25-09-2021
Total number of shareholders on record date	43230
No. of shareholders present in the meeting either in person or through proxy:	30
Promoters and Promoter Group:	7
Public:	23
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt Audited Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon.									
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	3,34,810	2,24,920	67.1784	2,24,014	906	99.5972	0.4028	0	0
	Poll		1,09,890	32.8216	1,09,890	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		3,34,810	100	3,33,904	906	99.7294	0.2706	0	0
Total		1,45,65,741	1,45,65,741	100.0000	1,45,64,835	906	99.9938	0.0062	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mrs. Disha Rajendra Devrukhkar (DIN: 05156891), who retires by rotation and being eligible, offers herself for re-appointment									
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0

Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	3,33,160	2,23,270	67.0158	1,92,553	30,717	86.2422	13.7578	0	0
	Poll		1,09,890	32.9842	1,09,890	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		3,33,160	100	3,02,443	30,717	90.7801	9.2199	0	0
	Total	1,45,64,091	1,45,64,091	100.0000	1,45,33,374	30,717	99.7891	0.2109	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the appointment of Mr. Bhavik Ajay Soni (DIN: 08940749) as Executive, Non-Independent Director of the Company									
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,35,23,067	0	0	0	0	0	0	0	0
	Poll		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,35,23,067	100.0000	1,35,23,067	0	100.0000	0	0	0
Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	3,34,810	2,24,920	67.1784	1,97,006	27,914	87.5894	12.4106	0	0
	Poll		1,09,890	32.8216	1,09,890	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		3,34,810	100	3,06,896	27,914	91.6627	8.3373	0	0
	Total	1,45,65,741	1,45,65,741	100.0000	1,45,37,827	27,914	99.8084	0.1916	0	0



# Sunita Dube & Associates

Office Address: 2, Ground Floor, New Bhushan Apartment, Near Sai Pranay Hotel, Survevadi Teen Hath Naka Thane West-400604: (M) +919967790055(O)+918433777606 E-mail: [cssunitadube@gmail.com](mailto:cssunitadube@gmail.com)

## Form No. MGT-13 Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,  
**Kirit Ramniklal Kanakiya**

26<sup>th</sup> Annual General Meeting of the members of **BSEL INFRASTRUCTURE REALTY LIMITED (CIN: L99999MH1995PLC094498)** held on Saturday, 25<sup>th</sup> September, 2021 at 9.30 a.m. at the Registered office of the Company situated at 737, 7<sup>th</sup> Floor, The Bombay Oil Seeds & Oil Exchange Premises Co-op Society Limited, The Commodity Exchange, Plot No. 2, 3, & 4, Sector 19, Vashi, Navi Mumbai – 400705, Maharashtra, India

**Sub: Passing of the Resolution(s) through remote E-Voting and Ballot papers pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended and the SEBI (Listing Obligations and Dis closure Requirements) Regulations, 2015.**

Dear Sir,

The Board of Directors of **BSEL INFRASTRUCTURE REALTY LIMITED** (hereinafter referred to as the "Company") at its meeting held on 24<sup>th</sup> June, 2020 has appointed me as the Scrutinizer for the remote E-Voting process as well as to scrutinize the voting through Physical Ballot papers received from the members at the venue of the Annual General Meeting pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with the Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. I say, I am familiar and well-versed with the concept of electronic voting system as prescribed under the said Rules.

### Report on Scrutiny:

- The company has appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided an Electronic Voting system for Remote E-Voting by the Members on all items of the Ordinary business sought to be transacted in the 26<sup>th</sup> Annual General Meeting of the company, which was held on Saturday, 25<sup>th</sup> September, 2021.
- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com>. The Company has uploaded all the items of the business to be transacted at the Annual General Meeting on the website of the Company and also on CDSL website to facilitate their members to cast their vote through Remote E-Voting.
- The Cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 18<sup>th</sup> September, 2021
- (Physical & E-mail) and as on that date, there were 43230 members of the Company. The Company had sent the notices of the Annual General Meeting along with Annual Report 2020-21 and E-Voting process by email.
- The Notices sent contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 18<sup>th</sup> September, 2021.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days from 22<sup>nd</sup> September, 2021 at 09:00 a.m. (IST) to 24<sup>th</sup> September, 2021 till 5.00 p.m. (IST).

- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published before the date of the AGM in English language in 'Financial Express' newspapers dated 1<sup>st</sup> September, 2021 having country-wide circulation and in Marathi language in 'Lakshadeep' newspaper dated 1<sup>st</sup> September, 2021. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.
- At the venue of the 26<sup>th</sup> Annual General Meeting of the Company held on 25<sup>th</sup> September, 2021, the facility to vote through Ballot papers was made available to facilitate those members present in the meeting but could not participate in the Remote E-Voting to cast their votes.
- On 25<sup>th</sup> September, 2021, after counting of the votes conducted at the venue of the Annual General Meeting through Ballot papers, the votes cast through Remotes E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vijay Chouhan and Mr. Bhavik Soni who acted as the witnesses, as prescribed in sub-rule 4 (xii) of the said Rule 20 of the Companies (Management and Administration) Rules. 2014.
- After the voting at the Annual General Meeting was concluded, the locked ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above, and Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the company.
- The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- Thereafter, I as a Scrutinizer, duly compiled the details of Remote E-Voting, Postal Ballot and the facility of voting through Ballot papers provided at the venue of the Annual General Meeting the details of which are as follows:

**The combined result of the remote E-Voting, Postal Ballot together with that of the voting concluded at the Annual General Meeting by way of Ballot papers are as under:**

Details	Remote E-Voting	Voting through Poll at Annual General Meeting	Total voting
<b>Number of members who cast their votes</b>	<b>83</b>	<b>30</b>	<b>113</b>
<b>Total number of shares held by them</b>	<b>229920</b>	<b>14335821</b>	<b>14565191</b>
<b>Valid votes</b>	As per details provided in each one of the Resolution (s) mentioned thereunder		
<b>Invalid votes</b>	As mentioned in each Resolution		

The result of the Poll and E-Voting is as under:

**ORDINARY RESOLUTION:**

**Ordinary Business**

**1. Item No. 1 of the Notice:**

To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon; (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon:

- (i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
<b>110</b>	<b>14564835</b>	<b>99.99</b>

(ii) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
3	906	0.062

(iii) **Invalid** Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

## 2. Item No. 2 of the Notice:

To appoint a director in place of Mrs. Disha Rajendra Devrukhkar (DIN: 05156891), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
96	14533374	99.78

(i) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
16	30717	0.21

(ii) **Invalid** Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

## 3. Item No. 3 of the Notice:

### Special Business

To ratify the appointment of Mr. Bhavik Ajay Soni (DIN: 08940749) as Executive, Non-Independent Director of the Company

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
101	14537827	99.80



(ii) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
12	27914	0.19

(iii) **Invalid** Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

All the Resolutions mentioned in the notice of Annual General Meeting dated 02<sup>nd</sup> August, 2021 as per the details given above stand passed under Remote E-Voting, Postal ballot and voting conducted at Annual General Meeting by way of poll/Ballot papers with the requisite majority and hence deemed to be passed as on date of the Annual General Meeting. I hereby confirm that I am maintaining the Registers received from the CDSL both electronically and manually, in respect of the votes cast through Remote e-voting, Postal ballot and voting conduct at Annual General Meeting by way of Poll papers by the Members of the Company. The Poll papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed to the Company Secretary for safe keeping, after the signatures of the Chairman on Minutes of the Annual General Meeting.

Thanking You,  
Yours Faithfully



Sunita Dube  
ACS No. 48556  
COP No. 17708



Date: 25<sup>th</sup> September, 2021  
Place: Navi Mumbai  
UDIN: A048556C001009824

Witness:



Vijay Chouhan



Bhavik Soni

Countersigned and Received the Report

For, BSEL Infrastructure Realty Limited

  


Directors  
Date: 25/09/2021  
Place: Navi Mumbai