

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: 21.08.2023

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 Seventh Annual General Meeting (AGM) held on Monday 21st August, 2023 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 Seventh AGM of the Company held on Monday 21st August, 2023. (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



Bhawna Agarwal
Company Secretary & Compliance Officer
M No.: A42296



Encl: as above

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REPORT ON THE PROCEEDINGS OF THE 37TH ANNUAL GENERAL MEETING OF QUEST CAPITAL MARKETS LIMITED

A. Date, time and venue of the AGM

The 37th Annual General Meeting (AGM) of Quest Capital Markets Limited was held on Monday 21st August, 2023 through video Conferencing / other Audio- Visual Means (OAVM) and all business set out in the Notice dated 18th July, 2023 were transacted.

The Meeting commenced at 11.30 a.m. (IST) and concluded at 12.05 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.

33 (Thirty Three) 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. Bhawna Agarwal, Company Secretary & Compliance Officer of the Company to brief the members some of the basic rules relating to AGM. Ms. Bhawna Agarwal, 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. 20th August, 2023.
- 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 18th July, 2023, convening the AGM of the Company, the following items of business were placed for members' consideration and approval:

No.	Resolutions	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2023 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 2023;	Ordinary
3.	Appointment of Mr. Sunil Kumar Sanganeria who retires by rotation as a director.	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 3 (three) 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


Bhawna Agarwal
Company Secretary & Compliance Officer
M No.: A42296



Date: 21st August, 2023

Encl: As above

CONSOLIDATED
SCRUTINIZER'S REPORT
OF
QUEST CAPITAL MARKETS
LIMITED.

Thirty Seventh Annual General Meeting

Held on Monday, August 21, 2023

At 11.30 A.M.

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



TARUN GOYAL

COMPANY SECRETARIES

212-A, JESSORE ROAD. CHANDA NIKET BLDG.

3RDFLOOR, FLAT NO.3/1

KOLKATA-700089

Email id: tarun25255@gmail.com

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 37th Annual General Meeting of the Company "Quest Capital Markets Limited" held on 21ST August, 2023 at 11.30 A.M (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 18th July, 2023 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 Seventh 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 18th July 2023 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, General Circular no. 21/2021 dated December 14, 2021, General Circular No. 10/2022 dated December 28, 2022, issued by Ministry of Corporate Affairs, Government of India (MCA) and SEBI/HO/CFD/CMD2/CIR/P/2021/11 circular dated January 15, 2021, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 circular dated January 5, 2023 issued by the Securities Exchange Board of India. The AGM was held on Monday, , 21ST August, 2023 through Video Conferencing (VC) and Other Audio Visual Means (OAVM).



Tarun Goyal

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 Seventh 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- Seventh 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 14th July, 2023
- (ii) The Company had provided the facility of voting on the Resolutions proposed in the notice of the Thirty Seventh 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 14th August, 2023.

E. REMOTE E-VOTING PROCESS

- (i) In accordance with the Notice dated July 18, 2023 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 14th June 2022, the e-voting opened at 09:00 AM on 17th August, 2023 and remain opened up to 5:00 P.M. on 20th August, 2023 ;
- (ii) All votes cast in respect of Resolutions contained in the Notice of Thirty- Seventh AGM held on Monday, the August 21, 2023 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 venue- 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 Monday, the August 21, 2023;
- (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 Seventh 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, 2023.

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	Vote Count	Votes	NO	Vote Count	NO	Votes	
Favour	40	7503175	0	0	40	7503175	99.9993
Against	5	29	1	20	6	49	0.0007
Total	45	7503204	1	20	46	7503224	100



Tarun Goyal



TARUN GOYAL

COMPANY SECRETARIES

212-A, JESSORE ROAD. CHANDA NIKET BLDG.

3RD FLOOR, FLAT NO.3/1

KOLKATA-700089

Email id: tarun25255@gmail.com

2. ORDINARY RESOLUTION-

To declare a final dividend of Rs. 2.50/- per equity share for the financial year ended March 31, 2023.

Particulars	REMOTE E-VOTING		E-VOTING DURING AGM		TOTAL		PERCENTAGE OF VOTES CAST(%)
	Vote Count	VOTES	Vote Count	VOTES	Vote Count	VOTES	
FAVOUR	39	7503174	0	0	39	7503174	99.9993
AGAINST	6	30	1	20	7	50	0.0007
TOTAL	45	7503204	1	20	46	7503224	100

3. ORDINARY RESOLUTION -

Appointment of Mr. Sunil Kumar Sangneria who retires by rotation as a director

Particulars	Remote e-voting		e-Voting during AGM		Total		Percentage of Votes Cast (%)
	Vote Count	Votes	Vote Counts	Votes	Vote Count	Votes	
Favour	41	7503176	0	0	41	7503176	99.9994
Against	4	28	1	20	5	48	0.0006
Total	45	7503204	1	20	46	7503224	100



Tarun Goyal



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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- Seventh 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: A025255E000821138

Place: Kolkata

Date: 21/08/2023

Counter signed by:

The Chairman of the Meeting

SUNIL

BHANDARI

Digitally signed by

SUNIL BHANDARI

Date: 2023.08.21

17:00:28 +05'30'



Tarun Goyal

Voting Results of 37th Annual General Meeting

21st August, 2023
2543

Date of the AGM/EGM

Total number of shareholders on record date

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group:

Public:

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group:

Public:

NA

NA

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Item No. 1 : To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon;

Resolution required: (Ordinary/ Special): Ordinary Resolution

Whether promoter/ promoter group are

No

Interested In the agenda/resolution?

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	(1)	(2)		(4)	(5)		
	Venue e-voting		7500000	100.0000	7500000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7500000	100.0000	7500000	0	100	0
Public- Institutions	Remote E-Voting		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
	Total		100000	0	0	0	0	0
Public- Non Institutions	Remote E-Voting		3204	0.1335	3175	29	99.0949	0.9051
	Venue e-voting		20	0.0008	0	20	0.0000	100.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3224	0.1343	3175	49	98.4801	1.5199
Total		10000000	7503224	75.0322	7503175	49	99.9993	0.0007



Item No. 2.: To declare dividend of Rs 2.50 per equity shares for the Financial Year ended 31st March 2023

Ordinary Resolution

Resolution required: (Ordinary/ Special):
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	7500000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7500000	100.0000	7500000	0	100	0
Public- Institutions	Remote E-Voting		0	0	0	0	0	0
	Venue e-voting	100000	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting		3204	0.1335	3174	30	99.0637	0.9363
	Venue e-voting	2400000	20	0	0	20	0.0000	100.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3224	0.1343	3174	50	98.4491	1.5509
Total		10000000	7503224	75.0322	7503174	50	99.9993	0.0007



Item No.3.: Appointment of Mr. Sunil Kumar Sanganeeria 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
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	100.0000	7500000	0	100	0
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		0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting		3204	0.1335	3176	28	99.1261	0.8739
	Venue e-voting		20	0.0008	0	20	0.0000	100.0000
	Postal Ballot (if applicable)	2400000	0	0.0000	0	0	0	0
	Total		3224	0.1343	3176	48	98.5112	1.4888
Total		10000000	7503224	75.0322	7503176	48	99.9994	0.0006

For Quest Capital Markets Limited

Bhawna Agarwal

Bhawna Agarwal

Company Secretary & Compliance Officer

M No.: A42296

