

BNK CAPITAL MARKETS LIMITED

CIN : L34202WB1986PLC040542

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

Tel No. : (033) 6625 1000 / 1500, Telefax : (033) 22306844

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

Date: 28th February, 2022

The Deputy General Manager,
Department of Corporate Services,
BSE Ltd.,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001
Scrip Code: 500069

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001
Scrip Code: 10012048

Dear Sir,

Sub: Proceedings of the Extra Ordinary General Meeting (EGM) held on Monday, February 28, 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 EGM of the Company held on **Monday, February 28, 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 **BNK Capital Markets Limited**

For **BNK Capital Markets Limited**

Nitika Rathi

Nitika Rathi **Company Secretary**

Company Secretary & Compliance Officer

M No.: A44048

Encl: as above

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**REPORT ON THE PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF
BNK CAPITAL MARKETS LIMITED****A. Date, time and venue of the EGM**

The Extra Ordinary General Meeting (EGM) of BNK Capital Markets Limited was held on **Monday, February 28, 2022** through video Conferencing / other Audio- Visual Means (OAVM) and all business set out in the Notice dated 03rd February, 2022 were transacted.

The Meeting commenced at 11:30 A.M. (IST) and concluded at 11:49 A.M. (IST)

B. Proceedings in brief

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

23 (Twenty-Three) members attended the meeting out of which 2 (Two) were represented by their authorized representatives at the above EGM.

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 EGM. 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.
- 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.
- Q&A session for members who have registered themselves as speakers will open once all the resolutions set forth in the Notice are tabled

The Chairperson delivered his speech and the Notice of the Meeting was taken as read. In terms of the Notice dated 03rd February 2022 convening the EGM of the Company, the following items of business were placed for members consideration and approval:

No.	Resolutions	Type of Resolution
Special Business		
1.	To approve the change of Name of the Company	Special

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

The voting results of the resolution 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 EGM and concluded the same with vote of thanks.

Thanking You,

For BNK Capital Markets Limited
For BNK Capital Markets Limited

Nitika Rathi

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

Date: *28th February 2022*

Encl: As above

CONSOLIDATED
SCRUTINIZER'S REPORT
OF
BNK CAPITAL MARKETS LIMITED.
Extraordinary General Meeting
Held on Monday, February 28, 2022
At 11.30 AM.
**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

CONSOLIDATED SCRUTINIZER'S REPORT

**[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]

The Chairman

Extraordinary General Meeting of the Members of BNK CAPITAL MARKETS LIMITED

Held on: Monday, February 28, 2022 at 11.30 am.

Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)



Tarun Goyal

Dear Sir,

Sub: Consolidated Scrutinizer's Report on the process of Voting through Electronic Means pertaining to the Extraordinary General Meeting of the Equity Shareholders of "BNK CAPITAL MARKETS LIMITED"

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 BNK CAPITAL MARKETS LIMITED (the Company) at their Meeting held on February 3, 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 Extraordinary General Meeting (EGM) 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 EGM's Notice dated 3RD February 2022 issued to the Members of the Company in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 12, 2020, May 5, 2020 and January 13, 2021 respectively, 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 Board of India. The EGM was held on Friday, 28th February, 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 there under, 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 EGM.

C. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer for the e-voting process (i.e. by remote e-voting and remote e-voting during the meeting on the date of EGM) was restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions contained in the said notice of EGM, based on the reports generated from the e-voting system provided by Central



Tarun Goyal

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 remote e-voting system during the meeting on the date of EGM 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 EGM to the members by e-mail whose names were appeared on the Register of Members/List of Beneficiaries as notified by Depositories as on 28th January, 2022

(ii) The Company had provided the facility of voting on the Resolutions proposed in the notice of the EGM through electronic means i.e., by remote e-voting and remote e- voting system during the meeting on the date of EGM to persons who were Members on the cut-off date of 21st February 2022.

E. REMOTE E-VOTING PROCESS

(i) In accordance with the Notice dated February 3, 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 05th February 2022, the e-voting opened at 09:00 AM on February 25, 2022 and remained open up to 5:00 P.M. on February 27, 2022;

(ii) All votes cast in respect of Resolutions contained in the Notice of EGM held on Monday, the February 28, 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.

F. E-VOTING PROCESS DURING EGM

(i) All members who opted to vote during the meeting on the date of EGM were provided with the facility of remote e- voting system;

(ii) I had obtained a complete record of votes cast by remote e-voting and voting during the meeting on the date of EGM from CDSL which was unblocked by CDSL after 15 (fifteen) minutes from the conclusion of e- voting at the EGM on Monday, the February 28, 2022;

(iii) I had unblocked the votes cast through remote e-voting and e-voting during the meeting on the date of EGM after 15 (fifteen) minutes from the conclusion of EGM.

G. REPORT

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

1. SPECIAL RESOLUTION



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

To consider and adopt:

a) To approve change of name of the Company

Particulars	Remote e-voting		e-Voting during EGM		Total		Percentage of Votes Cast (%)
	NO	Votes	NO	Votes	NO	Votes	
Favour	19	8636011	1	2	20	8636013	99.999
Against	6	7	0	0	6	7	0.001
Total	25	8636018	1	2	26	8636020	100

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 EGM.

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,

Yours faithfully,

Tarun Goyal

TARUN GOYAL
(PRACTISING COMPANY SECRETARY)
MEMB NO 25255 CP NO 9057
UDIN:A025255C002738735
Place: Kolkata
Date: 28TH FEBRUARY 2022
Counter signed by:

The Chairman of the Meeting



Tarun Goyal

BHANDARI
SUNIL

Digitally signed by
BHANDARI SUNIL
Date: 2022.02.28 18:09:45
+05'30'

Voting Results of Extra Ordinary General Meeting

28th February 2022

2590

Date of the AGM/EGM	28th February 2022
Total number of shareholders on record date	2590
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	N/A
Public:	N/A
No. of Shareholders attended the meeting through Video Conferencing	2
Promoters and Promoter Group:	2
Public	21

Item No. 1 : Change of Name of the Company

Resolution required: (Ordinary/ Special):	Special Resolution
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
Promoter and Promoter Group	Remote E-Voting	8635936	8635936	100.0000	8635936	0	100.0000	0.0000
	Venue e-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8635936	100.0000	8635936	0	100.0000	0.0000
Public- Institutions	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Venue e-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting	1364064	82	0.0060	75	7	91.4634	8.5366
	Venue e-voting		2	0.0001	2	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84	0.0062	77	7	91.6667	8.3333
Total		10000000	8636020	86.3602	8636013	7	99.9999	0.0001

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