

# BEDMUTHA INDUSTRIES LIMITED



CIN - L 31200MH1990PLC057863

MANUFACTURER & EXPORTER OF

★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES

- |                                 |                                 |                       |
|---------------------------------|---------------------------------|-----------------------|
| ★ ACSR CORE WIRES               | ★ SPRING STEEL WIRES            | ★ BARBED WIRE         |
| ★ CABLE ARMOURING WIRE & STRIPS | ★ ROLLING QUALITY WIRES         | ★ CHAIN LINK FENCINGS |
| ★ STAY WIRES & EARTH WIRES      | ★ P.C. WIRE & P.C. STRAND WIRES | ★ WIRE NAILS          |
| ★ M.S. & H.B. WIRES             | ★ ROPE WIRES                    | ★ BINDING WIRES       |

Date: 26/09/2017

To,  
**BSE Limited**  
Department of Corporate Services,  
Phiroj Jeejibhoy Towers, Dalal Street  
Mumbai – 400 001.  
Script Code: 533270

To,  
**National Stock Exchange of India Limited**  
Listing Department,  
C-1, G- Block, Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051,  
Script Symbol: Bedmutha

Dear Sir/ Madam,

**Subject: Submission of Scrutinizer Report**

Kindly find attached herewith Scrutinizer Report for the 27<sup>th</sup> Annual General Meeting of the Company held on Monday, the 25th day of September 2017 at 12:00 Noon at Hotel Saiways, F-4, Sinnar- Shirdi Road, STICE, Sinnar, Nashik- 422 103.

Kindly take a note of the same.

Thanking you,

For and on behalf of  
**BEDMUTHA INDUSTRIES LIMITED**

*Prashant Paradkar*

**PRASHANT PARADKAR**  
Company Secretary & Compliance Officer  
ICSI M. No. 45585.



**REPORT OF SCRUTINIZER**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies  
(Management and Administration) Rules, 2014]*

26<sup>th</sup> September, 2017

To  
The Chairman

27<sup>th</sup> (Twenty-Seventh) Annual General Meeting (AGM) of the Members of **BEDMUTHA INDUSTRIES LIMITED** held on **Monday, September 25, 2017 at 12:00 Noon at Hotel Saiways, F-4, Sinnar- Shirdi Road, STICE, Sinnar, Nashik- 422 103.**

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot Forms\* at the 27<sup>th</sup> Annual General Meeting of BEDMUTHA INDUSTRIES LIMITED held on Monday, September 25, 2017 at 12:00 Noon.**

I, Ved Prakash, Designated Partner of S. Anantha & Ved LLP, Practising Company Secretary (ACS: 36837; CP: 16986) was appointed as the Scrutinizer by the Board of Directors of **BEDMUTHA INDUSTRIES LIMITED** (the 'Company') vide resolution dated 14<sup>th</sup> August, 2017, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize and report on the electronic voting ('remote e-voting') and the voting through Ballot by the shareholders of the Company in respect of the resolutions proposed to be passed at the 27<sup>th</sup> (Twenty-Seventh) Annual General Meeting of the members of the Company to be held on **Monday, September 25, 2017 at 12:00 Noon at Hotel Saiways, F-4, Sinnar- Shirdi Road, STICE, Sinnar, Nashik- 422 103**, and I submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and voting by use of ballot by the shareholders on the resolutions proposed in the notice of the 27<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and through ballot are conducted in a fair and transparent manner and submit the consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the report generated electronically or by voting through ballot.

*\*(by the shareholder himself or through authorised representative or by proxy attending the AGM)*

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*Ved Prakash*



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2. As per the Notice of 27<sup>th</sup> Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on September 03, 2017, in "Free Press Journal" and on September 05, 2017 in "Nav Shakti", the remote e-voting opened at 09.00 a.m. on Friday, September 22, 2017 and would remain open until 05.00 p.m. on Sunday, September 24, 2017.
3. The Shareholders holding the Equity Shares of the Company as on Monday, September 18, 2017 viz. the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 27<sup>th</sup> Annual General Meeting of the Company.
4. After the declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the Authorizations / proxies lodged with the Company.
5. The ballots, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
6. The votes on remote e-voting were unblocked, in the presence of two witnesses who are not the employees of the Company, at around 01.40 p.m. after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") [www.evotingindia.com](http://www.evotingindia.com) and the same are being handed over to the Chairman.

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*Vedprakash*



7. The total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

**A. Resolution No. 1: Ordinary Resolution**

**Adoption of Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon:**

- (i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	97,59,233	97.420
Voting by ballot	15	2,58,485	2.580
<b>Total</b>	<b>30</b>	<b>1,00,17,718</b>	<b>100.000</b>

- (ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	01	100.000
Voting by ballot	-	-	-
<b>Total</b>	<b>01</b>	<b>01</b>	<b>100.000</b>

- (iii) Invalid votes:

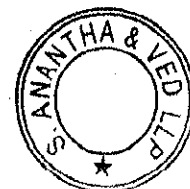
Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

**Summary of Total valid votes for Resolution No. 1**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,00,17,718	100.000
Votes against	01	0.000
<b>Total</b>	<b>1,00,17,719</b>	<b>100.000</b>

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*Vedprakash*



**B. Resolution No. 2: Ordinary Resolution**

**Appointment of Director in place of Mr. Ajay Vedmutha (DIN: 01726879), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment:**

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	97,59,233	97.420
Voting by ballot	15	2,58,485	2.580
<b>Total</b>	<b>30</b>	<b>1,00,17,718</b>	<b>100.000</b>

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	01	100.000
Voting by ballot	-	-	-
<b>Total</b>	<b>01</b>	<b>01</b>	<b>100.000</b>

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

**Summary of Total valid votes for Resolution No. 2**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,00,17,718	100.000
Votes against	01	0.000
<b>Total</b>	<b>1,00,17,719</b>	<b>100.000</b>

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*Vedprakash*



**C. Resolution No. 3: Ordinary Resolution**

**Appointment of M/s. A. D. Kulkarni & Co. (Firm Registration No. 115959), Chartered Accountants, Jalgaon, as the Statutory Auditors of the Company for the first term of 5 (five) consecutive years commencing from the financial year 2017-18 to financial year 2021-22 and to fix their remuneration**

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	97,59,233	97.421
Voting by ballot	14	2,58,385	2.579
<b>Total</b>	<b>29</b>	<b>100,17,618</b>	<b>100.000</b>

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	01	100.000
Voting by ballot	-	-	-
<b>Total</b>	<b>01</b>	<b>01</b>	<b>100.000</b>

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

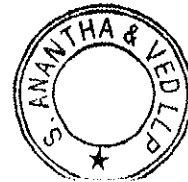
**Summary of Total valid votes for Resolution No. 3**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	100,17,618	100.000
Votes against	01	0.000
<b>Total</b>	<b>100,17,619</b>	<b>100.000</b>

*Note: One Shareholder holding 100 Equity Shares of face value of Rs.10/- each did not participate in passing the above resolution.*

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*V. S. Pradeep*



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**D. Resolution No. 4: Ordinary Resolution**

Appointment and to fix the remuneration to be paid to M/s. Ravindra Keshav Deodhar (Firm Registration No. 102138), Cost Auditors for the Financial Year ending 31<sup>st</sup> March, 2018

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	97,59,233	97.421
Voting by ballot	14	2,58,385	2.579
<b>Total</b>	<b>29</b>	<b>100,17,618</b>	<b>100.000</b>

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	01	100.000
Voting by ballot	-	-	-
<b>Total</b>	<b>01</b>	<b>01</b>	<b>100.000</b>

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

Summary of Total valid votes for Resolution No. 4

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	100,17,618	100.000
Votes against	01	0.000
<b>Total</b>	<b>100,17,619</b>	<b>100.000</b>

*Note: One Shareholder holding 100 Equity Shares of face value of Rs.10/- each did not participate in passing the above resolution.*

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*Vedprakash*



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**E. Resolution No. 5: Special Resolution**

**Increase in Borrowing Powers of the Company**

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	97,59,233	97.421
Voting by ballot	14	2,58,385	2.579
<b>Total</b>	<b>29</b>	<b>100,17,618</b>	<b>100.000</b>

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	01	0.990
Voting by ballot	1	100	99.010
<b>Total</b>	<b>2</b>	<b>101</b>	<b>100.000</b>

(iii) Invalid votes:

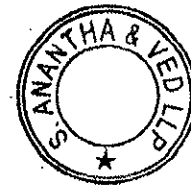
Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

**Summary of Total valid votes for Resolution No. 5**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	100,17,618	99.999
Votes against	101	0.001
<b>Total</b>	<b>1,00,17,719</b>	<b>100.000</b>

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*Vedprakash*





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**F. Resolution No. 6: Special Resolution**

**Re-classification of the shareholding pattern of the Company**

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	97,59,233	97.420
Voting by ballot	15	2,58,485	2.580
<b>Total</b>	<b>30</b>	<b>1,00,17,718</b>	<b>100.000</b>

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	01	100.000
Voting by ballot	-	-	-
<b>Total</b>	<b>01</b>	<b>01</b>	<b>100.000</b>

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

**Summary of Total valid votes for Resolution No. 6**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	1,00,17,718	100.000
Votes against	01	0.000
<b>Total</b>	<b>1,00,17,719</b>	<b>100.000</b>

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*Vedprakash*



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**G. Resolution No. 7: Ordinary Resolution**

**Approve Service of Documents under Section 20 of the Companies Act, 2013**

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	503	83.416
Voting by ballot	1	100	16.584
<b>Total</b>	<b>3</b>	<b>603</b>	<b>100.000</b>

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	97,58,731	97.421
Voting by ballot	14	2,58,385	2.579
<b>Total</b>	<b>28</b>	<b>1,00,17,116</b>	<b>100.000</b>

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	82,479

**Summary of Total valid votes for Resolution No. 7**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	603	0.006
Votes against	1,00,17,116	99.994
<b>Total</b>	<b>1,00,17,719</b>	<b>100.000</b>

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*Vedjaram*



8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 27<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,  
For S. ANANTHA & VED LLP,  
Company Secretaries

*Vedprakash*



Ved Prakash  
Designated Partner  
ACS:36837 ; CP:16986

Witnesses:

1. *Q.*  
MAYURA DESALE  
W/O ROHAN SONAWANE  
C/O S. Anantha & Co.  
Company Secretaries  
C-316, 3<sup>rd</sup> floor, Nirmal Aja  
Galaxy, LBS Marg, Mulund (West)  
Mumbai - 80. Occupation - Service  
Counter signed

2. *ssaraf*  
*Surabhi Saraf*  
d/o Venkatesh Saraf  
c/o S Anantha & Co. Company Secretaries  
C-316, 3<sup>rd</sup> Floor, Nirmal Aja Galaxy  
LBS Marg, Mulund (West), Mumbai - 80  
Occupation: Service

For **BEDMUTHA INDUSTRIES LIMITED**

*K.R Bedmutha*

K.R Bedmutha  
Chairman & Whole-Time Director  
DIN: 01724420

