

Ajay Jaiswal & Co.
COMPANY SECRETARIES

August 17, 2018

To,
Shri Ashok Kumar Gupta, Chairman
M/s Banaras Beads Ltd.
A-1, Industrial Estate
Varanasi-221106

Sub: Scrutinizer Report on 38th Annual General Meeting of the Equity Shareholders of Banaras Beads Limited held on 16.08.2018 at 3.00 PM at the registered office of the company at A-1, Industrial Estate, Varanasi.

Dear Sir,

With reference to the above we would like to express our gratitude to the company for appointing us as Scrutinizer for e-voting process and voting by members in 38th AGM held on 16.08.2018 of the company at the registered office of the company.

We are herewith submitting the Scrutinizer Report dated 17.08.2018, which is comprehensive and self-explanatory in all respect.

Thanking You,

For Ajay Jaiswal & Co.

Proprietor
(Ajay Kumar Jaiswal)
M. No. 2012

Ajay Jaiswal & Co.
COMPANY SECRETARIES
To,
Shri Ashok Kumar Gupta, Chairman
M/s Banaras Beads Ltd.
A-1, Industrial Estate
Varanasi-221106

August 17, 2018

Subj: Scrutinizer Report for 38th Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, Held on 16.08.2018 at 3.00PM at the Registered office of the company at A-1, Industrial Estate, Varanasi.

Dear Sir,

With reference to our appointment as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, held on 16.08.2018 at 3.00PM at Registered office at A-1, Industrial estate, Varanasi, submit our report as under:

1. Appointment as Scrutinizer- Our firm has been appointed as Scrutinizer for e-voting process and physical voting by members in 38th AGM of the Company, held at 3.00PM on 16.08.2018.
2. Dispatch of Notice- As per record total 6981 members were eligible to get notice, as on 14.07.2018 4840 notices sent to members by Courier/Registered post and 2141 members by e-mail.
3. Cutoff date - The cut off date was 9th August, 2018 for the purpose of deciding entitlements of members for the remote e-voting and voting at the AGM.
4. E-voting process- The Company appointed M/s NSDL as the agency for providing e-voting platform.
5. E-voting period- The e-voting was open from 13.08.2018, 9.00 AM. To 15.08.2018, 5.00 PM.
6. Voting at the AGM-

The provisions of Regulation 44 (1) & (2) of SEBI (LODR) Regulations 2015 and Rules 20 (4) (XIII) of the Companies (Management and Administration) amended Rules 2015 have been followed in this regard.

The NSDL has provided us the names, DPID, CLID, Folio and shareholding of the members who had cast their votes through e-voting.

The ballot boxes kept for polling were locked in my presence with due identification marks placed by me. Thereafter members who have not casted their vote by e-voting, voted through ballot in meeting.

7. Counting process-

The locked ballot boxes were subsequently opened in my presence and poll papers were intelligently scrutinized. The poll papers were reconciled with the records maintained by the

Company and the authorization/proxies lodged with the Company. I did not find any poll papers invalid. The total ballot votes were counted accordingly.

8. Results - We have observed that

- a. For Item No. 1 & 3- Total 86 members having 4449728 shares 67.05% of the total equity share capital of the Company, participated in AGM proceeding for Item No. 1 & 3 out of which-
i) 79 members have voted electronically out of which 66 members attended meeting in person, 7 members through proxy and 6 members not attended the meeting.
ii) 7 person present (3 members and 4 proxy holder) and voted by ballot.

- b. For Item No. 2 & 4- Total 85 members having 3586326 shares 54.04% of the total equity share capital of the Company, participated in voting of AGM proceeding for Item No. 2 & 4 out of which-

- i) 78 members have voted electronically out of which 65 members attended meeting in person, 7 members through proxy and 6 members not attended the meeting.
ii) 7 person present (3 members and 4 proxy holder) and voted by ballot.
iii) One member Mr. Ashok Kumar Gupta attended meeting but not voted in item no. 2 & 4.

- c) Based on the aforesaid results we report that 3 Ordinary and 1 special Resolutions as set out in item No. 1 to 3 ordinary and item no. 4 special resolution of the Notice dated 31st May, 2018 for the AGM have been passed with 100% votes / unanimously.
- d) The consolidated results in Form MGT-13 with respect to each item on the agenda as set out in the Notice of the AGM is enclosed herewith.

Thanking You,

Yours faithfully,

For Ajay Jaiswal & Co.



(Ajay Kumar Jaiswal)

Proprietor

M. No. 5112

Ajay Jaiswal & Co.
Company Secretaries

FORM No. MGT-13
Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rule, 2014]

To,
Shri Ashok Kumar Gupta, Chairman
M/s Banaras Beads Ltd.
A-1, Industrial Estate Varanasi-221106

CONSOLIDATED RESULTS -

Ordinary Business:
Item No.1- Adoption of Accounts for F.Y. 2017-18

Particulars	e-voting			Voting by Poll			Total		Percentage
	Electroni- cally No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage e % of vote	Number	Votes	
Total No. of votes received	79	4448378	67.03	7	1350	0.02	86	4449728	67.05
Less: Invalid Votes	-	-	-	-	-	-	-	-	-
Net Valid Votes	79	4448378	67.03	7	1350	0.02	86	4449728	67.05
Voting with Assent	79	4448378	67.03	7	1350	0.02	86	4449728	67.05
Voting with Dissent	-	-	-	-	-	-	-	-	-

Based on the aforesaid result, we report that Ordinary Resolution as set out in item no. 1 of notice dated 31.05.2018 of the AGM has been passed unanimously / 100% votes.

N-10/58-J-32, Lane No. 4, Sriram Nagar Colony, Near Manduadin Rly. Station, Varanasi-221010 (U.P.) India
Office No. +91-9559368151, 7007941098, Mob. No. +91-9415301672, 9336911129, Tel. No. 0542-2360203
E-mail: workroc@gmail.com; ajaycs2012@gmail.com

Ajay Jaiswal & Co.
Company Secretaries

Item No.2- RE-APPOINTMENT OF SHRI. ASHOK KUMAR GUPTA AS DIRECTOR

Particulars	e-voting			Voting by Poll			Total		Percentage
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage e % of vote	Number	Votes	
Total No. of votes received	78	3584976	54.02	7	1350	0.02	85	3586326	54.04
Less: Invalid Votes	-	-	-	-	-	-	-	-	-
Net Valid Votes	78	3584976	54.02	7	1350	0.02	85	3586326	54.04
Voting with Assent	78	3584976	54.02	7	1350	0.02	85	3586326	54.04
Voting with Dissent	-	-	-	-	-	-	-	-	-

Based on the aforesaid result, we report that Ordinary Resolution as set out in item no. 2 of notice dated of the AGM has been passed unanimously/ 100% votes.

Item No.3- RATIFICATION OF RE- APPOINTMENT OF STATUTORY AUDITORS

Particulars	e-voting			Voting by Poll			Total		Percentage
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by	No. of shares	Percentage e % of vote	Number	Votes	

Ajay Jaiswal & Co.

Company Secretaries

				person or proxy						
Total No. of votes received	79	4448378	67.03	7	1350	0.02	86	4449728	67.05	
Less: Invalid Votes	-	-	-	-	-	-	-	-	-	-
Net Valid Votes	79	4448378	67.03	7	1350	0.02	86	4449728	67.05	
Voting with Assent	79	4448378	67.03	7	1350	0.02	86	4449728	67.05	
Voting with Dissent	-	-	-	-	-	-	-	-	-	-

Based on the aforesaid result, we report that Ordinary Resolution as set out in item no. 3 of notice dated 31.05.2018 of the AGM has been passed unanimously / 100% votes.

Special Business:

Item No.4- RE-APPOINTMENT OF SHRI ASHOK KUMAR GUPTA (DIN 00016660) AS MANAGING DIRECTOR.

Particulars	e-voting		Voting by Poll			Total		Percentage	
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote	Number		
Total No. of votes received	78	3584976	54.02	7	1350	0.02	85	3586326	54.04
Less: Invalid Votes	-	-	-	-	-	-	-	-	-

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Company Secretaries

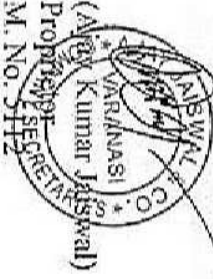
Net Valid Votes	78	3584976	54.02	7	1350	0.02	85	3586326	54.04
Voting with Assent	78	3584976	54.02	7	1350	0.02	85	3586326	54.04
Voting with Dissent	-	-	-	-	-	-	-	-	-

Based on the aforesaid result, we report that Special Resolution as set out in item no. 4 of notice dated of the AGM has been passed unanimously / 100% votes.

The Chairman Mr. Ashok Kumar Gupta was interested in Items No. 2 & 4 during meeting at the time of adoption of said items, the meeting was chaired by Mr. Praveen Anand Singh, Independent Director of the company. Mr. Ashok Kumar Gupta has not casted his vote at Item no. 2 & 4.

Thanking You,

Yours faithfully,
For Ajay Jaiswal & Co.


(Ajay Kumar Jaiswal)
Proprietor
SECRETARY
M. No. 2112

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