

# BEEKAY NIRYAT LIMITED

Registered Office: SP- 825, Road No.14, Vishwakarma Industrial Area, Jaipur-302013

28<sup>th</sup> September, 2018

To,  
The Deputy Manager  
Department of Corporate Services  
BSE Limited  
P. J. Towers, Dalal Street, Fort  
Mumbai – 400001

Scrip Code: 539546(BSE)

Dear Sir/ Madam,

**Sub: Scrutinizer's Report.**

Please find enclosed the Scrutinizer's report dated 28<sup>th</sup> September, 2018 issued by Mr. Nikunj Kanodia, Scrutinizer on the Voting (e-voting and Ballot) of the 43<sup>rd</sup> Annual General Meeting of the company held on 28<sup>th</sup> September, 2018 at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013.

Please take the above information on record.

For BEEKAY NIRYAT LIMITED

Jaishree Datwani  
(Company Secretary)



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**SCRUTINIZER'S REPORT***[Pursuant to Section 108 of the Companies Act, 2013 and**Rules of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman of 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of**M/s. BEEKAY NIRYAT LIMITED**Held on 28<sup>th</sup> September, 2018 at 1.00 P.M at,

SP-825, Road No. 14,

Vishwakarma Industrial Area,

Jaipur - 302013

Dear Sir,

I, **Nikunj Kanodia**, Chartered Accountant, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting through Ballot process to be conducted by **M/s. BEEKAY NIRYAT LIMITED** ("hereinafter referred to as the Company") for the purpose of 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of the Company held on 28<sup>th</sup> September, 2018 at 1:00 P.M at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur – 302013 in a fair and transparent manner & to ascertain the requisite majority on voting carried out as per provisions of the Companies Act, 2013 and Rules of the Companies (Management and Administration) Rules, 2014, on below mentioned resolution(s);

Sl. No.	Item	Type of Resolution Proposed
<b>Ordinary Business</b>		
1.	Adoption of Financial Statements	Ordinary
2.	Appointment of Mr. Sree Gopal Bajoria as Managing Director who retires by rotation	Ordinary
<b>Special Business</b>		
3.	Issue of Bonus Equity Shares	Ordinary
4.	Increase the Authorized Capital of the Company	Ordinary
5.	Alteration in Clause V of Memorandum of Association	Ordinary

Now, pursuant to the completion of the 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of the Company held on 28<sup>th</sup> September 2018 at 1.00 P.M at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur- 302013, I submit my report as under;

- The Company has informed me that, pursuant to Section 101, 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended thereof, the notices convening the meeting including Statement under Section 102 of the Companies Act, 2013, have been dispatched to all the members of the Company through permitted mode and subsequently the said Notice was also placed on the website of the Company.



- b. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" vide circulation dated 01<sup>st</sup> September, 2018 and also published in Local language newspaper "Samachar Jagat" vide circulation dated 01<sup>st</sup> September, 2018.
- c. The Voting Rights were reckoned as on Friday, 21<sup>st</sup> September, 2018, being the Cut-off date for the purpose of deciding the entitlements of members to cast their votes at the remote e-voting and voting at the Meeting.
- d. The Company had engaged services of Central Depository Services (India) Limited ("CDSL") as the Authorized Agency to provide remote e-voting facilities.
- e. Remote e-voting:
- Commencement of Remote E- Voting Period: Tuesday, 25<sup>th</sup> September, 2018 (09.00 a.m. IST) and
  - End of Remote E- Voting Period : Thursday, 27<sup>th</sup> September, 2018 (5.00 p.m. IST).
  - Accordingly, the electronic votes cast were taken into account and at the end of the voting period, the CDSL portal was blocked for voting.
- f. Voting at the AGM:
- There were 18 members present at the Annual General Meeting and it was ascertained that 11 of them had already exercised their voting rights through remote e-voting facility and the remaining 7 members present at the meeting exercised their voting through Ballot process. It was also ascertained that 3 (Three) Promoter Members had shareholdings in two demat accounts. They have exercised e-voting with both the demat accounts. Thus, for the purpose of counting of votes, only e-votes were considered for the purpose of counting of votes. *Instances where members have voted both in electronic and physical forms (whether totally or partially in electronic form and partially in physical form), only votes casted electronically are considered for the purpose of voting.*
- g. The votes were unblocked on 28<sup>th</sup> September, 2018 around 01.43 PM in the presence of two witnesses, Mr. Sandeep Khandelwal and Ms. Shikha Sharma who are not in the employment of the company.
- h. Disclaimer:
- The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting process on the resolutions contained in the Notice to the 43<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and for voting through ballot process at the AGM is restricted to making of a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and filled in Ballot Forms, if any, by the



shareholders at the AGM.

**i. RESULTS:**

I observed that;

- i. 12 members had casted their votes through the remote e-voting facility.
- ii. 18 members were present at the Annual General Meeting and it was ascertained that 11 of them had already exercised their voting rights through remote e-voting facility and the remaining 7 members present at the meeting exercised their voting through Ballot process.

Please Note: *Instances where members have voted both in electronic and physical forms (whether totally or partially in electronic form and partially in physical form), only votes casted electronically are considered for the purpose of voting.*

**THE COMBINED E-VOTING RESULT IS AS UNDER:**

**(i) Resolution 1 - Adoption of Financial Statement:**

**i. Voted in favour of the resolution:**

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	12	20,19,513	35.67
Ballot Form	7	36,42,250	64.33
<b>Total</b>	<b>19</b>	<b>56,61,763</b>	<b>100.00</b>

**ii. Voted against the resolution:**

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**iii. Invalid Votes:**

Mode	Number of members voted	Number of votes cast by them
E-Voting	NA	NA
Ballot Forms	NA	NA
<b>Total</b>	<b>NA</b>	<b>NA</b>

Based upon the aforesaid results, Resolution set out in the Item No. 1 of the Notice dated 07<sup>th</sup> August, 2018 calling the 43<sup>rd</sup> Annual General Meeting of the Company has been passed as an Ordinary Resolution.



**(ii) Resolution 2 - Appointment of Mr. Sree Gopal Bajoria as Managing Director who retires by rotation****i. Voted in favour of the resolution:**

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	17,25,071	32.14
Ballot Form	7	36,42,250	67.86
<b>Total</b>	<b>18</b>	<b>53,67,321</b>	<b>100.00</b>

**ii. Voted against the resolution:**

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**iii. Invalid Votes:**

Mode	Number of members voted	Number of votes cast by them
E-Voting	NA	NA
Ballot Forms	NA	NA
<b>Total</b>	<b>NA</b>	<b>NA</b>

Based upon the aforesaid results, Resolution set out in the Item No. 2 of the Notice dated 07<sup>th</sup> August, 2018 calling the 43<sup>rd</sup> Annual General Meeting of the Company has been passed as an Ordinary Resolution.

**(iii) Resolution 3 –Issue of Bonus Equity Shares****i. Voted in favour of the resolution:**

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	12	20,19,513	35.67
Ballot Form	7	36,42,250	64.33
<b>Total</b>	<b>19</b>	<b>56,61,763</b>	<b>100.00</b>

**ii. Voted against the resolution:**

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



iii. **Invalid Votes:**

Mode	Number of members voted	Number of votes cast by them
E-Voting	NA	NA
Ballot Forms	NA	NA
<b>Total</b>	NA	NA

Based upon the aforesaid results, Resolution set out in the Item No. 3 of the Notice dated 07<sup>th</sup> August, 2018 calling the 43<sup>rd</sup> Annual General Meeting of the Company has been passed as an Ordinary Resolution.

(iv) **Resolution4- Increase the Authorized Capital of the Company**i. **Voted in favour** of the resolution:

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	12	20,19,513	35.67
Ballot Form	7	36,42,250	64.33
<b>Total</b>	19	56,61,763	100.00

ii. **Voted against** the resolution:

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
<b>Total</b>	0	0	0

iii. **Invalid Votes:**

Mode	Number of members voted	Number of votes cast by them
E-Voting	NA	NA
Ballot Forms	NA	NA
<b>Total</b>	NA	NA

Based upon the aforesaid results, Resolution set out in the Item No. 4 of the Notice dated 07<sup>th</sup> August, 2018 calling the 43<sup>rd</sup> Annual General Meeting of the Company has been passed as an Ordinary Resolution.



(v) Resolution 5 - Alteration in Clause V of Memorandum of Association

i. Voted **in favour** of the resolution:

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	12	20,19,513	35.67
Ballot Form	7	36,42,250	64.33
<b>Total</b>	<b>19</b>	<b>56,61,763</b>	<b>100.00</b>

ii. Voted **against** the resolution:

Mode	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Form	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



iii. **Invalid Votes:**

Mode	Number of members voted	Number of votes cast by them
E-Voting	NA	NA
Ballot Forms	NA	NA
<b>Total</b>	<b>NA</b>	<b>NA</b>

Based upon the aforesaid results, Resolution set out in the Item No. 5 of the Notice dated 07<sup>th</sup> August, 2018 calling the 43<sup>rd</sup> Annual General Meeting of the Company has been passed as an Ordinary Resolution.

- j. The register and all other papers and relevant records relating remote e-voting shall remain in my safe custody until the chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting.

For RANKS & Associates  
Chartered Accountants  
FRN: 329271E

Nikunj Kanodia  
Partner  
M No. 069995

September 28, 2018