

**REPORT OF SCRUTINIZER FOR REMOTE E - VOTING**

[Pursuant to the section 108 of the companies Act, 2013 read with companies (Management and Administration) Rule, 2014 as amended]

The Chairman,  
23rd Annual General Meeting of  
Bharat Bhushan Finance & Commodity Brokers Limited  
held on Monday, 28th September 2015 at 11:00 A:M  
At Shri Purushottom Hindi Bhawan Nyas Samiti (Regd.) 11 Vishnu  
Digamber Marg, Rouse Avenue, New Delhi - 110002

Dear Sir,

**Report on Remote E - Voting**

I, Kavita Pamnani, Company Secretary in Whole Time Practice, having my office at A - 104, Lower Ground Floor, Amar Colony, Lajpat Nagar -IV, New Delhi-110024 was appointed as Scrutinizer by the Board of Directors at their meeting held on 30<sup>th</sup> July, 2015 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the resolutions contained in the Notice of the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of the Company held on Monday, 28<sup>th</sup> September 2015 at Shri Purushottom Hindi Bhawan Nyas Samiti (Regd.) 11 Vishnu, Digamber Marg, Rouse Avenue, New Delhi - 110002.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and the Rules framed there under relating to voting through electronic means on the Resolution contained in the notice to the 23<sup>rd</sup> AGM of the members of the company. My responsibility as scrutinizer for the remote E - Voting process is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the Resolution as stated herein below, based on the report generated from the remote E - Voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide E - Voting facilities, engaged by the company.

In this connection, I submit my report as under:

1. The remote E - Voting period remained opened from Thursday, 24<sup>th</sup> September 2015 (9:00 a.m.) till Sunday, 27<sup>th</sup> September 2015 (5:00 p.m.)
2. The members of the company holding shares as on cut - off date 21<sup>st</sup> September, 2015 were entitled to vote on the proposed resolutions (item no. 1 to 6) as set out in the notice of the 23<sup>rd</sup> AGM.





3. Accordingly, the electronic votes cast were taken into account and at the end of this e-voting period on 27<sup>th</sup> September, 2015, the NSDL portal was blocked for voting.
4. The Votes cast were unblocked after completion of voting at AGM on Monday, 28th September 2015, in the presence of two witnesses, Ms. Arti Jain, Practicing Company Secretary (Membership No. A17341 C.P. No. 10040) and Ms. Pulkita Rajvanshi (Membership No. A33298, C.P. No. 12442) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
5. Thereafter the details containing, inter-alia, list of the equity shareholders who voted "for" and "against" were downloading from E - Voting website of NSDL website <https://evoting.nsdl.com>.

Based on the reports generated, the result of the e-voting is as under:

- a) **Ordinary Resolution No. 1: To receive, consider and adopt the Audited Financial Statement of the Company for the fiscal year ended on 31st March 2015 including the Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit & Loss for the fiscal year ended on that date, and the Reports of the Auditors and Directors thereon.**

- (i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
1645949	1645949	100

- (ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
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- (iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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- b) **Ordinary Resolution No.2- To Declare Dividend on the equity share for the year ended 31<sup>st</sup> March 2015**





(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
1645949	1645949	100

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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**(C) Ordinary Resolution No.3- Appointment of Director in place of Mr. Jogesh C. Ahuja who retires by rotation and being eligible offers himself for re-appointment**

(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
1645949	1645949	100

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them



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**(D) Ordinary Resolution No.4- Appointment of Director in place of Mrs. Sant Kumari Agrawal who retires by rotation and being eligible offers herself for re-appointment**

(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
1645949	1645949	100

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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**(E) Ordinary Resolution No.5- Appointment of M/s P. Bholusaria & Co., Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration**

(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
1645949	1645949	100

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast





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(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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**(F) Special Resolution No.6- Issue of 16,90,200 Equity Shares of face value of Rs. 10/- each at par to the existing shareholders on Rights Basis**

(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
1645949	1645949	100

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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6. The Register, all other papers and relevant records relating to remote E - Voting shall remain in over safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 23<sup>rd</sup> AGM and thereafter the same will be handed over to the Company Secretary of the company.

*Kavani*  
Kavita Pamnani  
Company Secretary in Whole  
Time Practice  
C.P. No. : 11099  
Membership No.: F6288



Counter signed by *Vijay Bhushan*  
Mr. Vijay Bhushan  
Chairman of the meeting

Date: 29.09.2015  
Place: New Delhi

Signature of Witness:

1. Ms. Pulkita Rajvanshi

*Pulkita*  
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2. Ms. Arti Jain

*Arti*  
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