



BGSE FINANCIALS LIMITED

CIN-U67120KA1999PLC025860

Stock Exchange Towers, 51, 1st cross, J.C. Road, Bangalore-560027.

Email: enquiry@bfsi.co.in Website : www.bfsi.co.in Tel: 080-41575234 / 35 (Reception)

C&S :41575538, DP: 41575553 / 4, RTA: 41329661 / 66673353, Systems: 41575209

**E-VOTING RESULTS OF THE 23RD ANNUAL GENERAL MEETING OF BGSE FINANCIALS LIMITED
HELD ON TUESDAY 27TH SEPTEMBER 2022 AT 9:30 A.M. THROUGH VIDEO CONFERENCING ('VC')
/OTHER AUDIO VISUAL MEANS ('OAVM')**

It is hereby notified that pursuant to Section 108 of the Companies Act, 2013 read with applicable Rule under Companies (Management and Administration) Rules, 2014, and in terms of the 23rd AGM Notice dated August 29th, 2022 issued to the Shareholders, consent of Shareholders was sought for passing Ordinary and Special Resolutions pursuant to the provisions of Companies Act, 2013. As per the Scrutinizer's Report dated September 28, 2022, the Results of e-voting are as under:

Sl. no	Resolution	Total votes		Favor			Against		
		Number of members participated	No. of votes	Number of members participated	No. of votes	%	Number of members participated	No. of votes	%
1.	Adoption of Financial Statements	19	7861500	19	7861500	100	NIL	NIL	NIL
2.	Re-appointment of Auditors	19	7861500	19	7861500	100	NIL	NIL	NIL
3.	Re-appointment of Director Mr. Motilal Jain Gowtham Chand	19	7861500	19	7861500	100	NIL	NIL	NIL
4.	Re-appointment of Director Mr. Vinod Gowtham Chand Jain	19	7861500	19	7861500	100	NIL	NIL	NIL
5.	Reclassification of authorized Share Capital	19	7861500	18	7841500	99.75	01	20000	0.25
6.	Alteration in Memorandum of Association of the Company	19	7861500	19	7861500	100	NIL	NIL	NIL

On the basis of the Report submitted by the Scrutinizer, the Company hereby declares that resolution number 1,2,3,4 (Ordinary resolution) and 6 (Special resolution) have been passed unanimously and Ordinary resolution number 5 has been passed with requisite majority and such resolutions are passed as on date of 23rd AGM, i.e. Tuesday, the September 27th, 2022. The Result of 23rd AGM has been displayed on the Notice Board at the Registered Office of the Company and has also been posted on website of the Company (www.bfsi.co.in).

Date: 28.09.2022

Place: Bangalore

By the Order of the Board of Directors
For BGSE Financials Limited

Sd/-

Prof. N.V.H. Krishnan
(Chairman/Independent Director)
(DIN: 02120151)





Report of Scrutinizer – Consolidated

[Remote e-voting and e-voting during AGM pursuant to section 108 of Companies Act, 2013 and rule 20 of the *Companies (Management and Administration) Rules, 2014*]

To,

**Chairman
BgSE Financials Limited
Stock Exchange Towers,
No.51, 1st Cross, J.C. Road,
Bangalore-560027
Karnataka, India**

Dear Sir,

Sub: Consolidated Scrutinizer's Report on the results of voting by way of remote e-voting and e-voting during AGM.

I, Venkataraman Jayagopal, Practicing Company Secretary holding COP No.:5389, had been appointed as Scrutinizer by the Board of Directors of the Company vide Resolution passed on 29th August 2022 as required under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the remote e-voting and e-voting during AGM, in fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the Notice dated 29th August, 2022 convening the Annual General Meeting(AGM) of the Company held on 27th September, 2022 for the below mentioned resolution(s).

I hereby submit my consolidated report as under:

- 1. 23rd Annual General Meeting of the Equity Shareholders of BgSE Financials Limited was held on Tuesday, 27th September, 2022 at 09.30 A.M. through Video Conferencing ('VC') /other Audio Visual Means ('OAVM').**

2. The AGM notice dated 29th August, 2022 was dispatched to the members whose names appeared on the register of members/ record of depositories, in electronic form to the email addresses registered in the register of Company/records of Depository Participants.
3. The company published an advertisement on 3rd September, 2022 with regard to convening of 23rd AGM of the Company in Business Standard and Prajavani, English and Kannada newspapers respectively.
4. The company has provided facility of voting through the remote e-voting and also e-voting during the AGM to the members. Our report includes the consolidated results of remote e-voting and e-voting during AGM, cast through e-voting website of CDSL by the eligible shareholders.
5. The remote e-voting period remained open from Saturday, 24th September 2022 9:00 A.M. (IST) to Monday, 26th September 2022 5:00 P.M. (IST).
6. The e-voting during the AGM was opened from 9.49 A.M to 10:19 A.M on the day of AGM, 27th September 2022.
7. At the end of the e-voting period, I have unblocked the electronic votes. The details containing list of shareholders who vote for or against each of resolutions that were put to vote were downloaded from the e-voting website of the CDSL (www.evotinginida.com)
8. The votes cast through electronic means were scrutinised and the shareholding was matched / confirmed with the Register of Members of the company as on cut-off date: Monday, 19th September 2022.
9. Particulars of all the votes cast through electronic means have been entered in the register separately maintained for the purpose.
10. The Register, all other papers and relevant records relating to voting are handed over to the Chairman for safe custody.

A summary of votes cast through e-voting process for the resolutions mentioned in the AGM Notice dated 29th August, 2022 are as under:

ORDINARY BUSINESS / ORDINARY RESOLUTION:

(a) Item No.: 1 – Adoption of Financial Statements:

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
19	7861500	100%

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

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

(iii) **Invalid** votes:

Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(b) Item No.: 2 – Re-appointment of Auditors:

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
19	7861500	100%

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

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

(iii) **Invalid** votes:

Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(c) **Item No.: 3 – Re-appointment of Director Mr. Motilal Jain Gowtham Chand:**

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
19	7861500	100%

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

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

(iii) **Invalid** votes:

Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(d) **Item No.: 4 – Re-appointment of Director Mr. Vinod Gowtham Chand Jain:**

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
19	7861500	100%

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

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

(iii) **Invalid** votes:

Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

SPECIAL BUSINESS/ ORDINARY RESOLUTION

(e) **Item No.: 5 – Reclassification of authorized Share Capital:**

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
18	7841500	99.75%

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
01	20000	0.25%

(iii) **Invalid** votes:

Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

SPECIAL BUSINESS/ SPECIAL RESOLUTION

(f) **Item No.: 6 – Alteration in Memorandum of Association of the Company:**

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

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
19	7861500	100%

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

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

(iii) **Invalid** votes:

Number of members voted through e-voting whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Compliance with relevant provisions of the Companies Act, 2013, Rules there under, in relation to e-voting on the proposed resolutions is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in a fair and a transparent manner and render scrutinizer's report, based on report generated from electronic voting system provided by CDSL.

VENKATARAMA
N JAYAGOPAL

Digitally signed by
VENKATARAMAN
JAYAGOPAL
Date: 2022.09.28 15:47:53
+05'30'

V.JAYAGOPAL
Practicing Company Secretary
C.O.P No.:5389
UDIN: F006347D001066296
Date: 28/09/2022
Place: Bangalore