



**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 24<sup>th</sup> October 2020 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 convening the Annual General Meeting(AGM) of the Company held on 21<sup>st</sup> November, 2020 for the below mentioned resolution(s).

I hereby submit my consolidated report as under:

1. 21<sup>st</sup> Annual General Meeting of the Equity Shareholders of BGSE FINANCIALS LIMITED was held on Saturday, 21<sup>st</sup> November, 2020 at 09.30 A.M. through Video Conferencing ('VC') /other Audio Visual Means ('OAVM').
2. The AGM notice dated 24<sup>th</sup> October, 2020 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 29<sup>th</sup> October 2020 with regard to convening of 21<sup>st</sup> AGM of the Company in Business Standard and Prajavani, English and Kannada news papers 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, casted through e-voting website of CDSL by the eligible shareholders.
5. The remote e-voting period remained open from Wednesday, 18<sup>th</sup> November 2020 at 9:00 A.M to Friday, 20<sup>th</sup> November 2020 at 5:00 P.M.
6. The e-voting during the AGM was opened from 10:00 A.M to 10:30 A.M on the day of AGM, 21<sup>st</sup> November 2020.
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](http://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: Friday, 13<sup>th</sup> November 2020.
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/Company Secretary for safe custody.

A summary of votes cast through e-voting process for the resolutions mentioned in the AGM Notice dated 24<sup>th</sup> October, 2020 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
20	77,81,600	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
20	77,81,600	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.

**V.JAYAGOPAL**  
**Practicing Company Secretary**  
**C.O.P No.:5389**  
**UDIN No.: F006347B001279401**

**Date: 23/11/2020**  
**Place: Bangalore**