

BENGAL & ASSAM COMPANY LIMITED

Secretarial Deptt. : 'Gulab Bhawan', 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 011 - 30179888, 30179899, Fax: 011-23739475

Through BSE Listing Centre

BACL/SE/2020
21st September, 2020

BSE Limited
25th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001

Security Code No. 533095

Dear Sir,

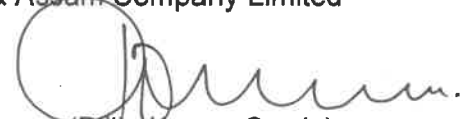
Re: Voting Results of 73rd Annual General Meeting (AGM) of the Company held on 19th September, 2020

1. We send herewith Consolidated Voting Results (Remote E-voting and E-voting at the AGM venue) on the Resolutions forming part of the Notice of the said AGM of the Company held on 19th September, 2020 at 2.30 P.M. through Video Conferencing.

2. We have to further inform that Shri Namo Narain Agarwal, Company Secretary in Practice, Scrutinizer has submitted his Consolidated Report dated 19th September, 2020, on Remote E-voting and E-voting at the aforesaid AGM. A copy of the said report is also enclosed herewith.

Thanking you and assuring you of our best cooperation at all times.

For Bengal & Assam Company Limited


(Dillip Kumar Swain)
Company Secretary

Encl: a.a.

cc: Central Depository Services (India) Ltd.
Marathon Futurex, A-Wing, 25th Floor,
NM Joshi Marg, Lower Parel
Mumbai-400013



BENGAL AND ASSAM COMPANY LIMITED

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

| | |
|--|----------------|
| Date of the AGM | 19/09/2020 |
| Total number of shareholders on record date | 25467 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | 1 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | 31 |
| Public: | 60 |

Agenda-wise disclosure (to be disclosed separately for each agenda item)

| Resolution No. 1 | (Ordinary) | Consideration and adoption of audited Annual Financial Statements of the Company including audited consolidated financial statements for the Financial Year ended 31st March, 2020 and Reports of the Board of Directors & Auditors thereon | | | | | | |
|--|-------------------------------|---|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of Shares Held | No. of Votes Polled | % of votes polled on outstanding shares | No. of Votes in favour | No. of Votes-against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8207648 | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 259601 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public - Non Institutions | E-Voting | | 914287 | 32.32 | 914279 | 8 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2829079 | 914287 | 32.32 | 914279 | 8 | 100.00 | 0.00 |
| Total | | 11296328 | 9119245 | 80.73 | 9119237 | 8 | 100.00 | 0.00 |



| Resolution No. 2 | (Ordinary) | Confirmation of Interim Dividend paid during the year ended 31st March, 2020, as Final Dividend for the Financial Year 2019-20. | | | | | | |
|---|-------------------------------|---|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of Shares Held | No. of Votes Polled | % of votes polled on outstanding shares | No. of Votes- in favour | No. of Votes- against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8207648 | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| Public - institutions | E-Voting | | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 259601 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public - Non Institutions | E-Voting | | 914287 | 32.32 | 914279 | 8 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2829079 | 914287 | 32.32 | 914279 | 8 | 100.00 | 0.00 |
| Total | | 11296328 | 9119245 | 80.73 | 9119237 | 8 | 100.00 | 0.00 |

| Resolution No. 3 | (Ordinary) | Re-appointment of Dr. Raghupati Singhania, Director, who retires by rotation. | | | | | | |
|---|--|---|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes, Dr. Raghupati Singhania, Raghupati Singhania HUF, Raghupati Singhania Family Trust, Smt. Sunanda Singhania, Shri Bharat Hari Singhania, Bharat Hari Singhania HUF and Bharat Hari Singhania Family Trust. | | | | | | | |
| Category | Mode of Voting | No. of Shares Held | No. of Votes Polled | % of votes polled on outstanding shares | No. of Votes- in favour | No. of Votes- against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | | 4987715 | 60.77 | 4987715 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8207648 | 4987715 | 60.77 | 4987715 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 259601 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public - Non Institutions | E-Voting | | 839287 | 29.67 | 834190 | 5097 | 99.39 | 0.61 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2829079 | 839287 | 29.67 | 834190 | 5097 | 99.39 | 0.61 |
| Total | | 11296328 | 5827002 | 51.58 | 5821905 | 5097 | 99.91 | 0.09 |



| Resolution No. 4 | (Special) | Re-appointment of Shri Bakul Jain as an Independent Director of the Company for the second term comprising of five consecutive years with effect from 16th May, 2020. | | | | | | |
|---|-------------------------------|---|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of Shares Held | No. of Votes Polled | % of votes polled on outstanding shares | No. of Votes- in favour | No. of Votes- against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8207648 | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 259601 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public - Non Institutions | E-Voting | | 839287 | 29.67 | 834190 | 5097 | 99.39 | 0.61 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2829079 | 839287 | 29.67 | 834190 | 5097 | 99.39 | 0.61 |
| Total | | 11296328 | 9044245 | 80.06 | 9039148 | 5097 | 99.94 | 0.06 |

| Resolution No. 5 | (Ordinary) | Appointment of Mrs. Deepa Gopalan Wadhwa as an Independent Woman Director of the Company for a term of three consecutive years with effect from 28th March, 2020. | | | | | | |
|---|-------------------------------|---|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of Shares Held | No. of Votes Polled | % of votes polled on outstanding shares | No. of Votes- in favour | No. of Votes- against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8207648 | 8204958 | 99.97 | 8204958 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 259601 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public - Non Institutions | E-Voting | | 1209383 | 42.75 | 1209375 | 8 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2829079 | 1209383 | 42.75 | 1209375 | 8 | 100.00 | 0.00 |
| Total | | 11296328 | 9414341 | 83.33 | 9414333 | 8 | 100.00 | 0.00 |

For Bengal & Assam Company Limited



(Dilip Kumar Swain)
Company Secretary

DATE: 21st September, 2020
PLACE: Delhi

NAMO NARAIN AGARWAL

M. Com., L L B, FCS, Company Secretary

372, Narmada Apartments,
Alaknanda,
New Delhi – 110 019.
GSTIN: 07ABVPN0836BZZM
SAC: 998399 – other professional, technical and business service

Phone : 011-42143477
Mobile : 09899026864
Email : nagarwal1939@gmail.com
PAN : ABVPN0836B

To,
The Chairman of the 73rd Annual General Meeting of
Bengal & Assam Company Limited

21 September, 2020

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
Companies (Management and Administration) Rules, 2014

SCRUTINIZER'S CONSOLIDATED REPORT

ON

VOTES CAST BY REMOTE E-VOTING AND E-VOTING DURING COMPANY'S 73rd ANNUAL GENERAL MEETING HELD ON 19TH SEPTEMBER, 2020

Pursuant to Notice dated 21st August, 2020, 73rd Annual General Meeting (AGM) of the Company held on Saturday, 19th September, 2020, at 2.30 P.M. through Video Conferencing (VC), for conducting **five items of business** of the Agenda.

I have been appointed as a Scrutinizer for the purpose of voting with respect to the said items through remote e-voting and by e-voting during the said AGM.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the relevant Rules for contents and passing of the resolutions contained in the Notice dated 21st August, 2020, convening the said AGM.

My responsibility as a Scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "assent" and "dissent" on the resolutions based on remote e-voting and e-voting during the AGM by the members and reports generated from the e-voting system provided by Central Depository Services (India) Limited [CDSL].

Accordingly, I submit my report as under:

1. After conclusion of e-voting during the AGM, the votes cast through remote e-voting prior to the AGM and by e-voting during the AGM were unblocked at 3.53 P.M, in the presence of two witnesses (not in the employment of the Company).



2. Based on the details containing list of Members, who had cast their votes through remote e-voting (as downloaded from CDSL portal) and the votes cast by the Members through e-voting during the AGM, **consolidated result** of voting “assent” and “dissent” on the **five** items of business is as follows: -

Item no. 1 (Ordinary Resolution)

Consideration and adoption of the audited Financial Statements, including the audited Consolidated Financial Statements for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.

| Mode of voting | Votes cast Assent (Nos.) | Votes cast Dissent (Nos.) | Votes cast Total (Nos.) | No. of Members, who cast votes |
|--------------------------|--------------------------|---------------------------|-------------------------|--------------------------------|
| Remote e-voting | 9114145 | 8 | 9114153 | 113 |
| E-voting | 5092 | 0 | 5092 | 4 |
| Total | 9119237 | 8 | 9119245 | 117 |
| %age of total votes cast | 100.00 | 0.00 | 100.00 | |

Item no. 2 (Ordinary Resolution)

Confirmation of Interim Dividend paid during the year ended 31st March, 2020, as Final Dividend for the Financial Year 2019-20.

| Mode of voting | Votes cast Assent (Nos.) | Votes cast Dissent (Nos.) | Votes cast Total (Nos.) | No. of Members, who cast votes |
|--------------------------|--------------------------|---------------------------|-------------------------|--------------------------------|
| Remote e-voting | 9114145 | 8 | 9114153 | 113 |
| E-voting | 5092 | 0 | 5092 | 4 |
| Total | 9119237 | 8 | 9119245 | 117 |
| %age of total votes cast | 100.00 | 0.00 | 100.00 | |

Item no. 3 (Ordinary Resolution)

Re-appointment of Dr. Raghupati Singhania, Director, (DIN: 00036129), as a Director, who retires by rotation and being eligible offers himself for re-appointment.

| Mode of voting | Votes cast Assent (Nos.) | Votes cast Dissent (Nos.) | Votes cast Total (Nos.) | No. of Members, who cast votes |
|--------------------------|--------------------------|---------------------------|-------------------------|--------------------------------|
| Remote e-voting | 5821902 | 8 | 5821910 | 105 |
| E-voting | 3 | 5089 | 5092 | 4 |
| Total | 5821905 | 5097 | 5827002 | 109 |
| %age of total votes cast | 99.01 | 0.09 | 100.00 | |


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Item no. 4 (Special Resolution)

Re-appointment of Shri Bakul Jain as an Independent Director of the Company for the second term comprising of five consecutive years with effect from 16th May, 2020.

| Mode of voting | Votes cast Assent (Nos.) | Votes cast Dissent (Nos.) | Votes cast Total (Nos.) | No. of Members, who cast votes |
|--------------------------|--------------------------|---------------------------|-------------------------|--------------------------------|
| Remote e-voting | 9039145 | 8 | 9039153 | 112 |
| E-voting | 3 | 5089 | 5092 | 4 |
| Total | 9039148 | 5097 | 9044245 | 116 |
| %age of total votes cast | 99.94 | 0.06 | 100.00 | |

Item no. 5 (Ordinary Resolution)

Appointment of Mrs. Deepa Gopalan Wadhwa as an Independent Woman Director of the Company for a term of three consecutive years with effect from 28th March, 2020

| Mode of voting | Votes cast Assent (Nos.) | Votes cast Dissent (Nos.) | Votes cast Total (Nos.) | No. of Members, who cast votes |
|--------------------------|--------------------------|---------------------------|-------------------------|--------------------------------|
| Remote e-voting | 9409241 | 8 | 9409249 | 140 |
| E-voting | 5092 | 0 | 5092 | 4 |
| Total | 9414333 | 8 | 9414341 | 144 |
| %age of total votes cast | 100.00 | 0.00 | 100.00 | |

I did not find any remote e-voting and e-voting invalid.



All the above ordinary and special resolutions (Total No. 5), were thus passed with requisite majority.



Namo Narain Agarwal
CP 3331, FCS 234
UDIN: F000234B000738611

Namo Narain Agarwal
FCS 234, CP 3331
372, Narmada Apartments,
Alaknanda, New Delhi-110019
nagarwal19@gmail.com
Mobile: 9810011364

Countersigned
For Bengal & Assam Company Limited



Dillip Kumar Swain
Company Secretary
as authorised by the Chairman of the Meeting