

Consolidated Scrutinizer's Report**[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of **36th Annual General Meeting** of the Shareholders of M/s. Bhagwandas Metals Limited held on August 30, 2018 at 11.00 A.M at Narada Gana Sabha Trust (Mini Hall), New No. 314 (Old No. 254), TTK Road, Alwarpet, Chennai – 600 018.

Dear Sir,

1. I, Lakshmmi Subramanian, a Practising Company Secretary, have been appointed as a scrutinizer by the board of directors of M/s. Bhagwandas Metals Limited (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules, on the resolutions contained in the notice to the 36th Annual General Meeting of the Shareholders of M/s. Bhagwandas Metals Limited, held on August 30, 2018 at 11.00 A.M at Narada Gana Sabha Trust (Mini Hall), New No. 314 (Old No. 254), TTK Road, Alwarpet, Chennai – 600 018.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 36th Annual General Meeting (AGM) of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution based on the reports generated from the e-voting system provided by M/s Central Depository Services (India) Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and the Physical Ballot voting data compiled, generated and provided by M/s. Cameo Corporate Services Limited (the Registrar and Transfer Agent).

2. I have issued separate Scrutinizer's Report dated August 31, 2018 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows:



1- Adoption of Financial Statements of the company for the year ended 31st March, 2018 including the audited balance sheet, statement of Profit & Loss and the reports of the Board of directors and auditors

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.

2- Appointment of Mr. Nand Kishore Sonthalia, (DIN: 00021585) as a Director liable to retire by rotation.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL

Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.

SPECIAL BUSINESS

3- Appointment of Mr. Bhavin Sarvaiya Kanaiyalal (DIN: 08010395) as Non-Executive Director

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.



4- Appointment of Mr. Ketan Dhirajlal Chaudhari (DIN: 06397323) as Whole Time Director

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.

5- Appointment of Mr. Nilav Divyang Mehta (DIN: 06857378) as Non-Executive Director.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical	1	10



Voting)		
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.

6- Appointment of Mrs. Mita Ashish Desai (DIN: 01435940) as Non-Executive Woman Director

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.

7- Appointment of Mr. Hareshkumar Prakashbhai Chaudhari (DIN: 01621522) as Managing Director

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares



Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Ordinary Resolution.

8- Alteration of Main Object Clause of Memorandum of Association

Nature of resolution: Special Resolution

Voting requirement: 2/3rd majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Special Resolution.



9- Change of Name of the Company to Pradhin Limited

Nature of resolution: Special Resolution

Voting requirement: 2/3rd majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	17	2702639
Total Number of Ballot Papers Received (Physical Voting)	1	10
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	2702639
Number of valid votes cast in favour of the Resolution (Physical Voting)	1	10
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

Result: 100% consent has been received for the passing of above Special Resolution.

Therefore we are forwarding the consolidated voting results casted through E-voting and Poll for the 36th Annual General Meeting of the Shareholders of M/s. Bhagwandas Metals Limited held on August 30, 2018 at 11.00 A.M at Narada Gana Sabha Trust (Mini Hall), New No. 314 (Old No. 254), TTK Road, Alwarpet, Chennai – 600 018.

For and on Behalf of Lakshmmi Subramanian & Associates



Mrs Lakshmmi Subramanian
Senior Partner
Scrutinizer

Date: 31.08.2018