

# J. K. Gupta & Associates

(Company Secretaries)

256 & 257, Vardhman City Center 2,  
Near Shakti Nagar Railway Under Bridge,  
Gulabi Bagh, Delhi- 110052

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## Consolidated Report of Scrutinizer For E-Voting and Poll

(Pursuant to Section 108/109 of the Companies Act, 2013 and  
Rule 20/21 of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman  
**Bharat Explosives Limited**  
9 KM Lalitpur, Jhansi Road  
Lalitpur, Uttar Pradesh-284403.

**Subject: Consolidated Scrutinizer's Report on e-voting/Poll conducted pursuant to the provisions of Section 108/109 of the Companies Act, 2013 read with Rule 20/21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2016 at the 57<sup>th</sup> Annual General Meeting of Bharat Explosives Limited held on Wednesday, 30<sup>th</sup> day of September 2020 at 03:00 P.M.**

Dear Sir,

I, **Jitesh Gupta**, Practicing Company Secretary having office 257, Vardhman City Centre-2, Near Shakti Nagar Railway under Bridge, New Delhi-110052 was appointed as the Scrutinizer by the Board of Directors of **M/s Bharat Explosives Limited** ("the Company"), pursuant to the provisions of Companies Act 2013 and rule 20/21 of the Companies (Management and Administration) Rules, 2014 to conduct the electronic Voting process/poll in respect of the resolutions as set out in the Notice dated 04<sup>th</sup> September, 2020, convening the 57<sup>th</sup> Annual General Meeting for the financial year 2019-2020 of the Equity shareholders of the Company held on Wednesday, 30<sup>th</sup> day of September, 2020 at 03:00 P.M. at the registered office of the company situated at 9km Lalitpur Jhansi road, Lalitpur, Uttar Pradesh- 284403.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules framed thereunder relating to voting through electronic means and physical mode on the resolutions contained in the Notice to the Annual General Meeting for the financial year 2019-2020 of the members of the Company. My responsibility as a scrutinizer for the e-voting process and poll at the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favor" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Link Intime (India) Private Limited ( "Link Intime" ), the authorized agency engaged by the Company to provide e-voting facilities.

The result of the Poll and Voting through electronic means in respect of the said Resolution is as under:



## **ORDINARY BUSINESS**

### **Resolution No.1**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020, together with the Reports of the Board of Directors and Auditor's thereon.

#### (i) Voted in favour of the Resolution

Mode of Voting	Number of Members voted through electronic voting system and physical mode	No. of Votes Cast (Shares)	
		No.	%
E-Voting	33	1,70,89,270	85.472
Physical (Ballot Forms)	32	29,04,605	14.527
<b>Total</b>	<b>65</b>	<b>1,99,93,875</b>	<b>99.999</b>

#### (ii) Voted against the Resolution

Mode of Voting	Number of Members voted through electronic voting system and physical mode	No. of Votes Cast (Shares)	
		No.	%
E-Voting	01	150	0.001
Physical (Ballot Forms)	00	NIL	NIL
<b>Total</b>	<b>01</b>	<b>150</b>	<b>0.001</b>

#### (iii) Invalid Votes

Mode of Voting	Number of Members whose votes were declared invalid	No. of Votes Cast (Shares)	
		No.	%
E-Voting	00	NIL	NIL
Physical (Ballot Forms)	00	NIL	NIL
<b>Total</b>	<b>00</b>	<b>NIL</b>	<b>NIL</b>

## **Resolution No. 2**

To appoint a Director in place of Mr. Anoop Singh Patwal (DIN: 06414149), who retires by rotation and being eligible, offers himself for re- appointment.

### (i) Voted in favour of the Resolution

Mode of Voting	Number of Members voted through electronic voting system and physical mode	No. of Votes Cast (Shares)	
		No.	%
E-Voting	30	1,70,88,820	85.470
Physical (Ballot Forms)	32	29,04,605	14.527
<b>Total</b>	<b>62</b>	<b>1,99,93,425</b>	<b>99.997</b>

### (ii) Voted against the Resolution

Mode of Voting	Number of Members voted through electronic voting system and physical mode	No. of Votes Cast (Shares)	
		No.	%
E-Voting	04	600	0.003
Physical (Ballot Forms)	00	00	00
<b>Total</b>	<b>04</b>	<b>600</b>	<b>0.003</b>

### (iii) Invalid Votes

Mode of Voting	Number of Members whose votes were declared invalid	No. of Votes Cast (Shares)	
		No.	%
E-Voting	00	NIL	NIL
Physical (Ballot Forms)	00	NIL	NIL
<b>Total</b>	<b>00</b>	<b>NIL</b>	<b>NIL</b>

## **SPECIAL BUSINESS**

### **Resolution No. 3:**

**Re-appointment of Ms. Kusum Rawat (DIN: 07313875) as an Independent Non-Executive Director.**

To consider and if thought fit, to pass, the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies

(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) or any other applicable law, Ms. Kusum Rawat (DIN: 07313875), Independent Non-Executive Director of the Company who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 14<sup>th</sup> October, 2020 to 13<sup>th</sup> October, 2025 and whose office shall not be liable to retire by rotation”.

**RESOLVED FURTHER THAT** any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto”.

(i) Voted in favour of the Resolution

Mode of Voting	Number of Members voted through electronic voting system and physical mode	No. of Votes Cast (Shares)	
		No.	%
E-Voting	29	1,70,88,420	85.468
Physical (Ballot Forms)	32	29,04,605	14.528
<b>Total</b>	<b>61</b>	<b>1,99,93,025</b>	<b>99.996</b>


(ii) Voted against the Resolution

Mode of Voting	Number of Members voted through electronic voting system and physical mode	No. of Votes Cast (Shares)	
		No.	%
E-Voting	05	800	0.004
Physical (Ballot Forms)	00	NIL	NIL
<b>Total</b>	<b>05</b>	<b>800</b>	<b>0.004</b>

(iii) Invalid Votes

Mode of Voting	Number of Members whose votes were declared invalid	No. of Votes Cast (Shares)	
		No.	%
E-Voting	00	NIL	NIL
Physical (Ballot Forms)	00	NIL	NIL
<b>Total</b>	<b>00</b>	<b>NIL</b>	<b>NIL</b>

Thanking You,  
Yours Faithfully,  
For J. K. Gupta & Associates


  
**Jitesh Gupta**  
(Proprietor)  
CP No. : 2448  
M. No. : 3978  
UDIN:F003978B000848701

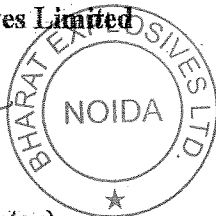


**Place:** New Delhi  
**Dated:** 03<sup>rd</sup> October 2020

**Acknowledgment receipt of the report**

For and on behalf of  
**Bharat Explosives Limited**

  
**Ramakant Ram**  
(Managing Director)  
DIN: 00791154



**Place :** Delhi  
**Dated :**