

BHAIRAV ENTERPRISES LIMITED

Warden House, 340 J. J. Road, Byculla, Mumbai – 400 008.

CIN: L51909MH1984PLC217692 **PAN:** AACCB0934F

TEL: (91) 22 2302 7900 **FAX:** (91) 22 2307 7231

Website: www.bhairaventerprises.com

Email: cosec@bhairaventerprises.com / cosec@wardengroup.com

September 28, 2023

To,
Metropolitan Stock Exchange of India Limited
Building A, Unit 205A, 2nd Floor,
Pirarnal Agastya Corporate Park,
L.B.S Road, Kurla West,
Mumbai - 400 070.

Ref : MCX Symbol: BEL

Dear Sir,

Sub : Annual General Meeting held on 26th September 2023 – Voting Results

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith voting results and Scrutinizers Report on the resolutions passed at the 39th Annual General Meeting held on Tuesday, the 26th day of September 2023 for your information and records.

Thanking you,

Yours faithfully,
For **Bhairav Enterprises Limited**

SHASHI
KUMAR
DUJARI

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by SHASHI
KUMAR DUJARI
Date: 2023.09.28
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Shashi Kumar Dujari
Director
(DIN00116132)

Encl: a/a

ANNEXURE 1

Sr. No.	Description					
1.	Date of AGM			26 th September 2023		
2.	Book Closure Date			NIL		
3.	Total No. of Shareholders on record date			104		
4	No. of Shareholders Present in the Meeting either in person or through proxy			10		
	Shareholders	Present in Person	Present through Proxy	Total	Shares	% to Capital
	Promoters and Promoter Group	2	Nil	2	181650	18.17%
	Public	8	Nil	8	2,700	0.27%
	Total	10	Nil	10	184350	18.43%
5.	No. of Shareholders attended the meeting through Video Conferences Promoters and Promoter Group Public			NIL		

RESULTS OF 39TH ANNUAL GENERAL MEETING

<u>Resolution No. 1</u>	To receive, consider and adopt the financial statements, including Balance Sheet as at March 31, 2023, statement of Profit and Loss Account and cash-flow statement for the year ended on that date together with the Reports of Directors and Auditors.							
Resolution Required	Ordinary Resolution							
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 favor on votes polled	% of Votes against on votes poll
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(1)] *100
Promoter and Promoter Group	E-voting	1,81,650	99,500	54.78%	99,500	0	100%	0
	Poll		82,150	45.22%	82,150	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	8,18,300	5,26,800	64.38%	5,26,800	0	100%	0
	Poll		2,700	0.33%	2,700	0	100%	0
Total		10,00,000	7,11,150	71.11%	7,11,150	0	100%	0

<u>Resolution No. 2</u>	To appoint a Director in place of Shri. Ganesh Sitaram Dant (DIN: 09162413), who retires by rotation, and being eligible offers himself for re-appointment.							
Resolution Required	Ordinary Resolution							
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 favor on votes polled	% of Votes against on votes poll
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Promoter and Promoter Group	E-voting	1,81,650	99,500	54.78%	99,500	0	100%	0
	Poll		82,150	45.22%	82,150	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	8,18,300	5,26,800	64.38%	5,26,800	0	100%	0
	Poll		2,700	0.33%	2,700	0	100%	0
Total		10,00,000	7,11,150	71.11%	7,11,150	0	100%	0

<u>Resolution No. 3</u>	To appoint Smt. Tejal Nirav Shah (DIN 09753319) as Non-Executive Independent Director for a term of 5 years.							
Resolution Required	Ordinary Resolution							
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 favor on votes polled	% of Votes against on votes poll
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Promoter and Promoter Group	E-voting	1,81,650	99,500	54.78%	99,500	0	100%	0
	Poll		82,150	45.22%	82,150	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	8,18,300	5,26,800	64.38%	5,26,800	0	100%	0
	Poll		2,700	0.33%	2,700	0	100%	0
	Total	10,00,000	7,11,150	71.11%	7,11,150	0	100%	0

<u>Resolution No. 4</u>	To Invest and give Loan under Section 186(3) of Companies Act, 2013.							
Resolution Required	Special Resolution							
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 favor on votes polled	% of Votes against on votes poll
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Promoter and Promoter Group	E-voting	1,81,650	99,500	54.78%	99,500	0	100%	0
	Poll		82,150	45.22%	82,150	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	8,18,300	5,26,800	64.38%	5,26,800	0	100%	0
	Poll		2,700	0.33%	2,700	0	100%	0
Total		10,00,000	7,11,150	71.11%	7,11,150	0	100%	0

<u>Resolution No. 5</u>	To give Authority to Board to borrow money from time to time under Section 180 (1)(c) of the Companies Act, 2013.							
Resolution Required	Special Resolution							
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 favor on votes polled	% of Votes against on votes poll
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Promoter and Promoter Group	E-voting	1,81,650	99,500	54.78%	99,500	0	100%	0
	Poll		82,150	45.22%	82,150	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	8,18,300	5,26,800	64.38%	5,26,800	0	100%	0
	Poll		2,700	0.33%	2,700	0	100%	0
Total		10,00,000	7,11,150	71.11%	7,11,150	0	100%	0

<u>Resolution No. 6</u>	To give Authority to Board to Create security on assets of the Company for the Loan borrowed from time to time under Section 180 (1)(a) of the Companies Act, 2013.							
Resolution Required	Special Resolution							
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 favor on votes polled	% of Votes against on votes poll
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Promoter and Promoter Group	E-voting	1,81,650	99,500	54.78%	99,500	0	100%	0
	Poll		82,150	45.22%	82,150	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	8,18,300	5,26,800	64.38%	5,26,800	0	100%	0
	Poll		2,700	0.33%	2,700	0	100%	0
Total		10,00,000	7,11,150	71.11%	7,11,150	0	100%	0

You are requested to take the above on record and oblige.

Thanking you,

Yours Faithfully,
For **Bhairav Enterprises Limited**

SHASHI Digitally signed
by SHASHI
KUMAR KUMAR DUJARI
DUJARI Date: 2023.09.28
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Shashi Kumar Dujari
Director
(DIN00116132)

Report of Scrutinizer

Name of the Company	BHAIRAV ENTERPRISES LIMITED
Meeting	39th Annual General Meeting
Day, Date & Time	Tuesday the 26th September 2023 at 12.00 Noon
Venue of Meeting	Warden House, 340, J.J. Road, Byculla, Mumbai 400008

Dear Sir,

I, Mehul Pitroda of M S Pitroda & Co., Practising Company Secretary appointed as Scrutinizer for the remote e-voting as well as venue voting by members during the 39th Annual General Meeting (AGM) of M/s. BHAIRAV ENTERPRISES LIMITED (hereinafter referred to as the Company) scheduled on Tuesday, 26th September 2023 at 12.00 Noon, our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and render Scrutinizer's Report on the voting on the resolutions based on the report generated from the electronic voting system and voting conducted through Poll Papers at the venue of the Meeting.

The Company held the 39th AGM on 26th September, 2023 at 12.00 Noon IST in accordance with the provisions of Companies Act, 2013 (the Act) read with the General Circular nos. 14/2020, 17/2020, 20/2020, 02/2021 issued by the Ministry of Corporate Affairs (MCA) and Circular no. SEBI/HO/CFD/CMD1/CIR/ P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India (SEBI). The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and also intimated the same to Metropolitan Stock Exchange of India Limited on 31st August 2023.

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM to the Members who had already registered their E-mail IDs with the Company / Depositories and also to Members who registered their E-mail ID pursuant to the advertisement(s) published by the Company in Financial Express in English and in Mumbai Lakshadeep in Vernacular language Marathi.

Cut-off date of Voting rights were reckoned as on Wednesday, 20th September 2023, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and voting during the AGM.

The Company appointed CDSL as the agency for providing the platform for remote e-voting for the AGM. Remote e-voting platform was open from 9:00 a.m. (IST) on Saturday, 23rd September 2023 and ends at 5:00 p.m. (IST) on Monday, 25th September 2023 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

As specified under Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, CDSL, the remote e-voting agency provided us

with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

On completion of venue voting during the AGM, we unblocked the results of the remote e-voting and voting by members through poll papers during the AGM, on the CDSL e-voting platform and downloaded the results.

We observe that:

- a) 9 (Nine) Members had cast their votes through venue voting at the AGM;
- b) 33 (Thirty Three) Members had cast their votes through remote e-voting

Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM, is as under.

Item No. 1: Ordinary Resolution

To receive, consider and adopt the financial statements, including Balance Sheet as at March 31, 2023, statement of Profit and Loss Account and cash-flow statement for the year ended on that date together with the Reports of Directors and Auditors.

Particulars	Remote E-voting		Venue Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	626300	9	84850	42	711150	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	33	626300	9	84850	42	711150	100.0000

Item No. 2: Ordinary Resolution

To appoint a Director in place of Shri. Ganesh Sitaram Dant (DIN: 09162413), who retires by rotation, and being eligible offers himself for re-appointment.

Particulars	Remote E-voting		Venue Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	626300	9	84850	42	711150	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	33	626300	9	84850	42	711150	100.0000

Item No. 3: Ordinary Resolution

To appoint Smt. Tejal Nirav Shah (DIN 09753319) as Non-Executive Independent Director for a term of 5 years.

Particulars	Remote E-voting		Venue Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	626300	9	84850	42	711150	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	33	626300	9	84850	42	711150	100.0000

Item No. 4: Special Resolution

To Invest and to give Loan under Section 186(3) of the Companies Act, 2013.

Particulars	Remote E-voting		Venue Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	626300	9	84850	42	711150	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	33	626300	9	84850	42	711150	100.0000

Item No. 5: Special Resolution

To give Authority to Board to borrow money from time to time under Section 180 (1)(c) of the Companies Act, 2013.

Particulars	Remote E-voting		Venue Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	626300	9	84850	42	711150	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	33	626300	9	84850	42	711150	100.0000

Item No. 6: Special Resolution

To give Authority to Board to Create security on assets of the Company for the Loan borrowed from time to time under Section 180 (1)(a) of the Companies Act, 2013.

Particulars	Remote E-voting		Venue Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	626300	9	84850	42	711150	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	33	626300	9	84850	42	711150	100.0000

Based on the aforesaid result we report that all 3 ordinary resolutions as set out in item number 1 to 3 and 3 Special resolution at item no. 4 to 6 of the Notice of AGM have been passed with requisite majority.

Thanking you.

**For M S Pitroda & Co.,
Practising Company Secretary**

Mehul
Sureshkumar
ar Pitroda

Digitally signed
by Mehul
Sureshkumar
Pitroda
Date: 2023.09.28
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Mehul Pitroda
Proprietor
ACS No. 43364
CP No. 20308
UDIN: A043364E001089222

SHASHI
KUMAR
DUJARI

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by SHASHI
KUMAR DUJARI
Date: 2023.09.28
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Shashi Kumar Dujari
Chairman of the Meeting

Place: Mumbai
Date: 28th September 2023