

Ajay Jaiswal & Co.

COMPANY SECRETARIES

FORM No. MGT-13 **SCRUTINIZER'S REPORT**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rule, 2014]

Date: 29/09/2019

To,
The Chairman
Shri Bholanath Carpets Limited
G.T. Road, Kachhawan,
Varanasi- 221313, U.P.

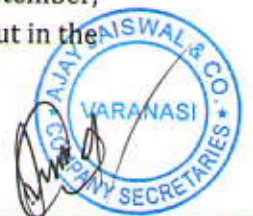
Dear Sir,

I, Ajay Kumar Jaiswal, Practicing Company Secretary (M.No. 5112) of Ajay Jaiswal & Co, Practicing Company Secretaries, Varanasi was appointed as scrutinizer in connection with 46th Annual General Meeting of the Company held on Saturday, 28th September, 2019 at 11:30 A.M., at G.T. Road, Kachhawan, Varanasi – 221313 for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical ballot process carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical ballot process on the resolutions contained in the notice of the 46th annual general meeting of the members of the company. My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the report generated from E-Voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots.

I submit my report as under:

1. The e-voting period remained open from Wednesday, 25th September, 2019 (9.00 A.M) to Friday, 27th September, 2019 (5.00 P.M).
2. The Shareholders holding shares as on the "cut-off" date i.e. Saturday, 21st September, 2019 were entitled to vote on the proposed resolutions (item no. 1 to 2) as set out in the Notice of the 46th Annual General Meeting of the Company.



- The votes were unblocked on Saturday, 29th September, 2019 around 1.13P.M after the Completion of Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Saishri

Witness 1

[Signature]

Witness 2

- Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited.(<https://www.evoting.nsdl.com>).



5. The result of e-voting is as under:

Resolution 1 – Adopted the Audited Balance Sheet as on 31st March, 2019, the Profit & Loss Account and Cash Flow Statement for the year ended on that date and the report of Director's & Auditors thereon.

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
9	4000	1800	45.00	2200	55.00%	0	0.00%

Resolution No. 2: Appointment of Director in place of Mr. Harish Baranwal(DIN: 01722061), who retires by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
9	4000	1800	45.00	2200	55.00%	0	0.00%

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Authorized Person for safe keeping.

7. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the shareholders to cast their votes physically in case the same has not been casted by them through remote e-voting.



8. The result of the voting through physical ballot forms are as under:

Resolution 1 – Adopted the Audited Balance Sheet as on 31st March, 2019, the Profit & Loss Account and Cash Flow Statement for the year ended on that date and the report of Director's & Auditors thereon.

Number of members voted through physical ballot form system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total votes cast in Favour	Number of votes cast "Against" the resolution	% of total votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
21	782280	782280	100	0	0.00%	0	0.00%

Resolution No. 2: Appointment of Director in place of Mr. Harish Baranwal (DIN: 01722061), who retires by rotation in term of section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Number of members voted through physical ballot form system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total votes cast in Favour	Number of votes cast "Against" the resolution	% of total votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
21	782280	782280	100	0	0.00%	0	0.00%



9. Members who had cast their votes through e- voting were restricted from voting through physical ballot paper at the Annual General Meeting.
10. All the resolutions proposed hereinabove have been passed with requisite majority.
11. The physical ballot forms and registers and records shall remain in our safe custody until Chairman consider, approves and sign the minutes in this regards.

Thanking You,

Yours Truly,

**FOR AJAY JAISWAL & CO.
COMPANY SECRETARIES**



Ajay Kumar Jaiswal
M. No. 5112
C P No.: 3684

Place: Varanasi
Date: 29/09/2019