

60 years
with you

**BHARAT
BHUSHAN**
SINCE 1954

BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LTD.

(Corporate Identity Number - L67120DL1992PLC 049038)

Regd Off: 503, Rohit House, 3 Tolstoy Marg, New Delhi-110001

Phones : 011-49800900, Fax : 011-49800933

E-mail : commodities@bharatbhushan.com • Website : www.bbinvestments.in

REF: BBFCB/BSE/2018-19

28th September, 2018

To,

Bombay Stock Exchange Ltd.
Corporate Relationship Deptt.
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400001

Dear Sir,

Sub: Proceedings, Voting Results and Scrutinizer Report for E-voting & Poll in respect of 26th AGM held on Thursday, September 27, 2018 at 11:00 A.M. at Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2, Rajniwas Marg, Civil Lines, Delhi-110054

This is to inform you that the 26th Annual General Meeting (AGM) of the Members of Bharat Bhushan Finance & Commodity Brokers Limited (the Company) was duly held on Thursday, the 27th September, 2018 at 11:00 A.M., at Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2, Rajniwas Marg, Civil Lines, Delhi-110054.

In terms of Article 85 of the Articles of Association of the Company and Secretarial Standard on General Meeting, Mr. Vijay Bhushan, Director chaired the meeting.

After ascertaining the presence of requisite quorum, the Chairman called the meeting to order and commenced the proceedings of the meeting.

The Chairman welcomed the shareholders present and introduced the person on the dais.



The Chairman also informed the shareholders that the statutory registers placed at the meeting were open for inspection during the continuance of the meeting.

The Chairman thereafter, requested Mrs. Neetika Mathur, Company Secretary to read out the notice. The same was taken as read with the consent of shareholders present.

The Chairman in her opening remark, briefed the shareholders about the performance of the company for the financial year ended 2017-18.

On the request of the Chairman, Company Secretary read out the Auditor's Report to the members of the Company for the financial year ended 31st March, 2018.

The Chairman then invited questions from the members present in the Annual General Meeting.

Some shareholders sought some information/clarification in respect of accounts of the company, which were furnished by the chairman and the auditor.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of SEBI (LODR) Regulations, 2015, and Secretarial Standard-2 issued by the Institute of Company Secretaries of India (ICSI), the Company had provided electronic voting (e-voting) facility to its shareholders whose names appeared on the Register of Members of the Company as on cut-off date (i.e. 20th September, 2018) for the purpose of e-voting of the resolutions as set out in the Notice for the 26th Annual General Meeting of the Company.

The E-voting facility was made available to the members through National Securities Depository Limited (NSDL) portal and was kept open from Monday, 24th September, 2018 at 9:00 A.M. (IST) to Wednesday, 26th September, 2018 at 5:00 P.M. (IST). In addition to the e-voting, polling was also conducted at the venue of the Annual General Meeting by distribution of ballot papers to the members attending the meeting individually or through authorized person.

The Resolutions voted upon by poll by the members are as follows:

Ordinary Businesses:

1. Adoption of the Audited Financial Statements of the Company for the financial year 2017-18 including audited balance sheet as at 31st March 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**



2. Approval for payment of dividend of Rs. 1.10/- per share (i.e. @11% of the Paid-Up Share Capital) on each equity shares of Rs. 10/-. **(Ordinary Resolution)**
3. Re-appointment of Mr. Arun Kumar Garg (DIN: 00178582) as Director who retires by rotation and being eligible, offers herself for re-appointment. **(Ordinary Resolution)**

Mrs. Kavita Pamnani, Practicing Company Secretary, was appointed as the scrutinizer to scrutinize e-voting and also the polling conducted by the Company through Ballot Paper at AGM and she has submitted her final consolidated report on the votes polled in e-voting and by poll at the AGM.

Based on the report submitted by the scrutinizer, all the 3 resolutions set out in the notice of the 26th Annual General Meeting has been duly passed as per enclosed report of Scrutinizer.

This is for your information and records.

Thanking you,
Yours Faithfully

For Bharat Bhushan Finance & Commodity Brokers Ltd.

Neetika Mathur
Neetika Mathur
Company Secretary



Encl: Minutes / Proceeding of AGM
Voting Results as per SEBI (LODR) Reg, 2015
Scrutinizer(s) Report
Combined Scrutinizer report for e-voting & poll
Form No. MGT-13

MINUTE BOOK

MINUTES OF THE 26TH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LIMITED HELD ON THURSDAY THE 27TH DAY OF SEPTEMBER, 2018 AT 11.00 A.M. AT DORMITORY-I, SHREE DELHI GUJARATI SAMAJ (REGD.), 2, RAJNIWAS MARG, CIVIL LINES, DELHI-110054 AND CONCLUDED AT 12.00 P.M.

PRESENT

DIRECTORS

Mr. Vijay Bhushan	-	Director
Mrs. Nisha Ahuja	-	Director
Mr. Kuldeep Gupta	-	Director
Mr. Arun Kumar Garg	-	Director

SECRETARY

Mrs. Neetika Mathur	-	Company Secretary
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CHIEF FINANCIAL OFFICER

Mr. Satish Aggarwal	-	Chief Financial Officer
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AUDITORS

Mr. G.C. Agarwal	-	Statutory Auditor
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Ms. Kavita Pamnani	-	Secretarial Auditor and Scrutinizer (Practicing Company Secretary)
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MEMBERS PRESENT

110 members were present in person from Public/Others and 6 from Promoters and Promoters Group as per Attendance/ Proxy Register.

PROXIES PRESENT AS PER THE ATTENDANCE REGISTER

NIL

CHAIRMAN

In terms of Article 85 of the Articles of Association of the Company and Secretarial Standard on General Meeting, Mr. Vijay Bhushan, was elected as the Chairman of the meeting.

At 11.00 A.M., the Chairman commenced the meeting by welcoming all the shareholders present at the Annual General Meeting and all the members of the Board sitting on the dice.

After ascertaining the presence of requisite quorum, the Chairman called the meeting to order and commenced the proceedings of the meeting.

The Chairman informed the shareholders that Register of Directors and Key Managerial Personnel and their shareholding, Register of contracts or arrangements in which Directors are interested and Minutes of last Annual General Meeting were kept open for inspection during the continuance of the meeting.


CHAIRMAN'S
INITIALS

MINUTE BOOK

NOTICE

The Chairman thereafter, requested Mrs. Neetika Mathur, Company Secretary to read the notice dated 27th July, 2018 convening the 26th Annual General Meeting with the permission of Members which was circulated earlier to all the members of the Company.

AUDITOR'S REPORT

On the request of the Chairman, Mrs. Neetika Mathur read out the Auditor's Report, Report on Corporate Governance and Directors' Report for the financial year 2017-18 and informed them that the Auditors Report does not have any qualifications and reservations.

Mrs. Neetika Mathur, informed the members that Secretarial Audit Report for the financial year 2017-18 does not have any qualifications and reservations.

The Chairman briefed the shareholders about the working and performance of the Company for the financial year ended 2017-18.

The Chairman then invited questions from the members present in the Annual General Meeting.

Some shareholders sought some information/clarification in respect of accounts of the Company, which were satisfactorily replied by the Chairman and by the Chief Financial Officer of the Company.

AGENDA

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretaries of India (ICSI), the Company had provided an electronic voting and polling facility to its shareholders, whose names appeared on the Register of Members of the Company as on record date/cut-off date i.e. 20th September, 2018 for passing of resolutions as set out in the Notice for the 26th Annual General Meeting of the Company. The e-voting facility was made available to the members through NSDL portal and was kept open from Monday, 24th September, 2018 at 9:00 A.M. (IST) upto Wednesday, 26th September, 2018 at 5:00 P.M. (IST).

He then stated that Ms. Kavita Pamnani, Practicing Company Secretaries was appointed as the Scrutinizer for scrutinizing the process of remote e-voting and also the polling conducted by the Company through Ballot Paper at AGM in a fair and transparent manner. Thereafter, the Chairman stated that the result of e-voting dated 26.09.2018 along with combined result of voting (e-voting and poll) will be submitted by the Scrutinizer and would be declared on or before 29th September, 2018.

He further stated that the members who could not exercise their vote through e-voting process may cast their vote by way of polling instead of voting by show of hands. The ballot papers were distributed to the members for taking poll and the same were also available at counter.

He then requested the Company Secretary to read the items of the Business to be transacted at Annual General Meeting. He explained the procedure for polling.

In the meanwhile, the physical poll process was started. The empty ballot box was placed, locked and sealed in the presence of the Scrutinizer, thereafter poll process was conducted.

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CHAIRMAN'S
INITIALS

MINUTE BOOK

At the conclusion of the 26th Annual general Meeting, the Chairman of the Meeting conveyed his thanks to the members and Directors of the Company present for their kind co-operation and participation in the proceedings of the meeting and declared the meeting as closed at 12:35 P.M.

The resolutions for the ordinary business as set out in Item No. 1 to 3 in the notice of the 26th AGM of the Company are recorded hereunder as part of the proceeding of 26th AGM of the members held on 27th September, 2018.

Thereafter, the Chairman informed the members that after receipt of scrutinizer report, the combined results of remote e-voting and poll will be notified to Bombay Stock Exchange where the shares of the Company are listed and will also be placed on the website of the Company and NSDL.

ORDINARY BUSINESS:

- 1. ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR 2017-18 INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH 2018, THE STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENT FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON (ORDINARY RESOLUTION)**

"RESOLVED THAT the Audited Balance Sheet as at 31st March 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Report of Directors' and Auditors' thereon, as circulated to the shareholders of the Company and placed before the meeting, be and are hereby approved and adopted."

- 2. DECLARATION OF DIVIDEND @ 11% OF THE PAID-UP SHARE CAPITAL FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018 (ORDINARY RESOLUTION)**

"RESOLVED THAT a dividend on the equity shares @ Re. 1.10/- per equity share of Rs. 10/- each (i.e. 5% of the Paid-Up Share Capital as final dividend + 6% of the Paid-Up Share Capital) for the financial year ending 31st March, 2018 be and are hereby declared and approved."

- 3. RE-APPOINTMENT OF MR. ARUN KUMAR GARG (DIN: 00178582) WHO RETIRES BY ROTATION (ORDINARY RESOLUTION)**

"RESOLVED THAT pursuant to the provisions of section 152(6) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), Mr. Arun Kumar Garg (DIN: 00178582), who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

VOTE OF THANKS

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Date: 28.09.2018
Place: Delhi


Chairman

CHAIRMAN'S
INITIALS

BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LTD.

(Corporate Identity Number - L67120DL1992PLC 049038)

Regd Off: 503, Rohit House, 3 Tolstoy Marg, New Delhi-110001

Phones : 011-49800900, Fax : 011-49800933

E-mail : commodities@bharatbhushan.com • Website : www.bbinvestments.in

ANNOUNCEMENT OF CONSOLIDATED RESULTS OF E- VOTING AND POLL CONDUCTED WITH RESPECT TO THE 26TH ANNUAL GENERAL MEETING OF BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LIMITED

Pursuant to provisions of Section 108 and 109 of the Companies Act, 2013 read with Rules prescribed thereunder, the Company has provided the e-voting facility to its members, to cast their vote/s on all the resolutions mentioned in the Notice of the 26th Annual General Meeting.

The Members attending the Annual General Meeting either in person or through proxy, and who have not casted their vote through electronic mode were also provided with the facility to cast their vote on all resolutions, through poll at the 26th Annual General Meeting.

Based on the scrutinizer's report, on e-voting and poll process, I declare the resolutions contained in the Notice of the 26th Annual General Meeting as passed with the requisite majority.

VOTING RESULTS

(Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Name of Company	BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LIMITED
Date of the AGM	27 th September, 2018
Total number of shareholders as on record date (i.e. 20 th September, 2018 record date for e-voting and poll at the AGM)	3024
Book Closure Date	20 th September, 2018 to 27 th September, 2018 (Both days Inclusive)
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	6
Public	110
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable



AGENDA-WISE VOTING RESULTS

In case of Poll/E-voting

All the resolutions were carried out through remote e-voting and through poll conducted at the meeting:

Item No.	Particulars of Resolution	Resolution Required	Mode of Voting (poll/remote e-voting)	Remarks
1	Adoption of the Audited Financial Statements of the Company for the financial year 2017-18 including audited balance sheet as at 31st March 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.	Ordinary	Poll/Remote E-Voting	The resolution was passed with requisite majority.
2	Declaration of dividend of Re. 1.10/- per share (i.e. @ 11% of the Paid-up Share Capital) on each equity shares of Rs. 10/- for the financial year ended 31st March, 2018.	Ordinary	Poll/Remote E – Voting	The resolution was passed with requisite majority.
3	Re-appointment of Mr. Arun Kumar Gargl (DIN: 00178582) who retires by rotation.	Ordinary	Poll/Remote E-Voting	The resolution was passed with requisite majority.

In case of Poll/ E-Voting: All

The Voting details are attached herewith in the prescribed format.

Details of the Agenda:

Promoters/ public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes against	% of Votes in favor 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



Resolution No.1- Adoption of Financial Statements for the financial year ended 31 st March, 2018.							
Resolution required: (Ordinary)							
Mode of voting : (E-voting + Poll+ Ballot)							
Promoters and promoter Group	1819270	1819270	100%	1819270	-	100%	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	1561130	5109	0.33%	5109	-	100%	-
Total(A)	3380400	1824379	53.97%	1824379	-	100%	-

Status: Passed with requisite majority as an Ordinary resolution

Promoters/ public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes against	% of Votes in favor 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

Resolution No.2- To Declare Dividend on the equity share for the financial year ended 31st March 2018
Resolution required: (Ordinary)

Mode of voting : (E-voting + Poll + Ballot)							
Promoters and promoter Group	1819270	1819270	100%	1819270	-	100%	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	1561130	5109	0.33%	5109	-	100%	-
Total(A)	3380400	1824379	53.97%	1824379	-	100%	-

Status: Passed with requisite majority as an Ordinary resolution

Promoters/ public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes against	% of Votes in favor 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

Resolution No.3-Appointment of Director in place of Mr. Arun Kumar Garg who retires by rotation and being eligible offers herself for re-appointment.

Resolution required: (Ordinary)

Mode of voting : (E-voting + Poll + Ballot)



Promoters and promoter Group	1819270	1819270	100%	1819270	-	100%	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	1561130	5109	0.33%	5109	-	100%	-
Total(A)	3380400	1824379	53.97%	1824379	-	100%	-

Status: Passed with requisite majority as an Ordinary resolution

Thanking you

Yours sincerely




Vijay Bhushan

Director

DIN: 00002421

(Chairman of the 26th Annual General Meeting)

Date: 28.09.2018

Place: New Delhi

REPORT OF SCRUTINIZER FOR REMOTE E - VOTING

[Pursuant to the section 108 of the companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,
26th Annual General Meeting of
Bharat Bhushan Finance & Commodity Brokers Limited
held on Thursday, 27th September, 2018 at 11:00 A.M.
At Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2,
Rajniwas Marg, Civil Lines, Delhi-110054

Dear Sir,

Report on Remote E - Voting

I, Kavita Pamnani, Company Secretary in Whole Time Practice, having my office at A - 104, Lower Ground Floor, Amar Colony, Lajpat Nagar -IV, New Delhi-110024 was appointed as Scrutinizer by the Board of Directors at their meeting held on 27th July, 2018 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the resolutions contained in the Notice of the 26th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 27th September, 2018 at Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2, Rajniwas Marg, Civil Lines, Delhi-110054.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and the Rules framed there under relating to voting through electronic means on the Resolutions contained in the notice to the 26th AGM of the members of the company. My responsibility as scrutinizer for the remote E - Voting process is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the Resolutions as stated herein below, based on the report generated from the remote E - Voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide E - Voting facilities, engaged by the company.

In this connection, I submit my report as under:

1. The remote E - Voting period remained opened from Monday, 24th September, 2018 (9:00 A.M.) till Wednesday, 26th September, 2018 (5:00 P.M.)
2. The members of the company holding shares as on cut - off date 20th September, 2018 were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the notice of the 26th AGM.



3. Accordingly, the electronic votes cast were taken into account and at the end of this e-voting period on 26th September, 2018, the NSDL portal was blocked for voting.
4. The Votes cast were unblocked after completion of voting at AGM on Thursday, 27th September, 2018, in the presence of two witnesses, Ms.Aarti Jain, Practicing Company Secretary (Membership No. F8685 C.P. No. 10040) and Mr.Khimesh Sharma who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
5. Thereafter the details containing, inter-alia, list of the equity shareholders who voted "for" and "against" were downloaded from E - Voting website of NSDL <https://evoting.nsdl.com>.

A) Based on the reports generated, the result of the e-voting is as under: Ordinary Resolution No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year 2017-18 including audited balance sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.

- (i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
17	1819303	100%

- (ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
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- (iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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B) Ordinary Resolution No.2- To declare dividend on Equity Shares for the Financial Year ended 31st March, 2018.



(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
17	1819303	100%

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
--	--

(C) Ordinary Resolution No.3- To appoint a Director in place of Mr.Arun Kumar Garg (DIN: 00178582), who retires from the office by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
17	1819303	100%

(ii) Voted **against** the resolution:

Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:



Number of members whose votes were declared invalid	Total number of votes cast by them
--	--

6. The Register, all other papers and relevant records relating to remote E - Voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 26th AGM and thereafter the same will be handed over to the Company Secretary of the Company.

Kavita Pamnani
 Kavita Pamnani
 Company Secretary in Whole
 Time Practice
 C.P. No. : 11099
 Membership No.: F6288



Counter signed by *Vijay Bhushan*
 Mr. Vijay Bhushan
 Chairman of the meeting



Date: 28.09.2018
 Place: New Delhi

Signature of Witness:

1. Ms. Arti Jain.....*Arti*.....

2. Mr. Khimesh Sharma

Khimesh

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & POLL FOR BHARAT
BHUSHAN FINANCE & COMMODITY BROKERS LIMITED**
[Pursuant to Section 108/109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Bharat Bhushan Finance & Commodity Brokers Limited,
26th Annual General Meeting of Bharat Bhushan Finance & Commodity Brokers
Limited held on Thursday, 27th September, 2018 at 11:00 A.M.
At Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2,
Rajniwas Marg, Civil Lines, Delhi-110054

Sub: Passing of Resolution through electronic voting and poll conducted at the 26th AGM
of Bharat Bhushan Finance & Commodity Brokers Limited (the Company) held on
27th September, 2018.

The Board of Directors of the Company at its meeting held on 27th July, 2018 had
appointed me as Scrutinizer for the purpose of scrutinizing the remote e- voting process
pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management & Administration) Rules, 2014 held between Monday, 24th September
2018 (9:00 A.M.) till Wednesday, 26th September, 2018 (5:00 P.M.) and the Chairman of
the 26th Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll
at the 26th AGM of the Company held on 27th September, 2018 pursuant to Section 109 of
the Companies Act, 2013 and Rule 21 of the Companies (Management &
Administration) Rules, 2014. The shareholders whose names appeared in the Register
of Members/List of beneficial Owners as on 20th September, 2018 (i.e. cut - off date)
were allowed to participate and vote electronically during the aforesaid period of e
voting.

The Company had appointed National Securities Depository Limited, (NSDL) as the
Service Provider for extending the facility of remote e voting to the shareholders of the
Company from Monday, 24th September, 2018 (9:00 A.M.) till Wednesday, 26th
September, 2018 (5:00 P.M.). Alankit Assignments Limited is the Registrar and Share
Transfer Agent of the Company. The remote e-voting results were unblocked by me



in the presence of two witnesses not in the employment of the company immediately after the conclusion of voting at the 26th AGM.

At the 26th AGM of the Company held on 27th September, 2018, the Chairman of the Company ordered the Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's report in form MGT-13 dated 28th September, 2018.

Further empty ballot box was locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot was unlocked by me in the presence of two witnesses and the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under relating to voting through Remote E - Voting and voting by use of physical ballots by the shareholders at the venue of AGM on the Resolutions contained in the Notice of the 26th AGM of Members of the Company. My responsibility as a scrutinizer for the remote E - Voting process and for the physical ballot voting at the AGM is restricted to make a scrutinizer's report of the votes cast "in favor" of or "against" the Resolutions as stated herein below, based on the report generated from the remote E Voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide E - Voting Facilities, engaged by a Company and for voting by use of physical ballots at the venue of AGM.

I, hereby submit consolidated scrutinizer's Report pursuant to Rule 20(4)(xii) on the Resolutions proposed in the Notice of the aforesaid AGM. I have issued separate Scrutinizer's Report 28th September, 2018 on the remote e-voting and on the Poll through physical ballot voting in form MGT - 13 attached herewith as Annexure 1 and 2.

The Result of remote E-voting together with the Poll is as under:

Item No. of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
Item no.1 of the Notice (As an Ordinary	E-voting	1819303	100%			-
	Poll	5076	100%			10



Resolution)	TOTAL	1824379				10
Item no. 2 of the Notice (As an Ordinary Resolution)	E-voting	1819303	100%			-
	Poll	5076	100%			
	TOTAL	1824379				10
Item no. 3 of the Notice (As an Ordinary Resolution)	E-voting	1819303	100%			-
	Poll	5076	100%			10
	TOTAL	1824379				10

All the resolutions mentioned above stand passed under combined e-voting and poll with the requisite majority.

The Register and all other relevant papers and relevant records relating to remote e-voting as well as by Poll shall remain in our custody until the Chairman considers, approves and signs the Minutes of the aforesaid 26th AGM and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

Yours Faithfully

K. Pamnani



Kavita Pamnani Counter signed by _____

Company Secretary in Whole Time Practice Mr. Vijay Bhushan

C.P. No. : 11099 Chairman of the meeting

Membership No.: F6288

Place: New Delhi

Date: 28.09.2018

FORM NO. MGT-13

Report of Scrutinizer(s)

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

To,

The Chairman

26thAnnual General Meeting of the Equity Shareholders
of Bharat Bhushan Finance & Commodity Brokers Limited
Held on Thursday, 27thSeptember, 2018 at 11:00 A.M.
At Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2,
RajniwasMarg, Civil Lines, Delhi-110054

Dear Sir,

I, Kavita Pamnani, Company Secretary in Whole Time Practice, having my office at A - 104, Lower Ground Floor, Amar Colony, Lajpat Nagar -IV, New Delhi-110024, Delhi, India, have been appointed as Scrutinizer of Bharat Bhushan Finance & Commodity Brokers Limited ("The Company") for the purpose of the poll taken on the below mentioned resolution(s), at the 26thAnnual General Meeting of the Equity Shareholders of Bharat Bhushan Finance & Commodity Brokers Limited held on Thursday, 27thSeptember, 2018 at Dormitory-I, Shree Delhi Gujarati Samaj (Regd.), 2, RajniwasMarg, Civil Lines, Delhi-110054 at 11:00 A.M., submit my report as under:

1. After time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.



3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.

4. The result of the poll is as under: ,

a) Resolution No.1- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year 2017-18 including audited balance sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.

(i) Voted **infavour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
63	5076	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	10

b) Resolution No.2- To declare dividend on Equity Shares for the Financial Year ended 31st March, 2018

(i) Voted **infavour** of the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
63	5076	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	10

c) Resolution No.3- To appoint a Director in place of Mr. Arun Kumar Garg (DIN: 00178582), who retires from the office by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
63	5076	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	10

- a. The poll papers and all other relevant records were sealed and handover to the Company Secretary/Director authorized by the Board for safe keeping.

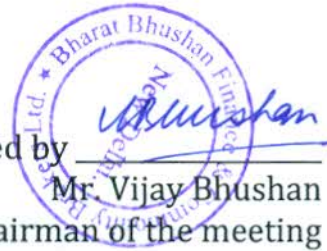
Thanking You,

Yours faithfully,

Kavita



Kavita Pamnani
Company Secretary in
Whole Time Practice
C.P. No. : 11099
Membership No.: F6288



Counter signed by
Mr. Vijay Bhushan
Chairman of the meeting

Date: 28.09.2018

Place: New Delhi