

TUSHAR SHRIDHARANI

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SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

August 20, 2024

To,

Mr. Murli Manohar Purohit, Company Secretary

Authorized by the Chairman of The Bombay Burmah Trading Corporation, Limited

Subject: Scrutinizer's Report on remote e-voting and e-voting at the e-AGM conducted in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the circulars issued by the Ministry of Corporate Affairs, SEBI and the Guidance/Clarification note issued by ICSI.

Respected Sir,

I, Tushar Shridharani, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of The Bombay Burmah Trading Corporation, Limited ("**the Corporation**") at its meeting held on 13th May, 2024, in pursuance of section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), to scrutinize the voting conducted through the remote e-voting and voting by electronic means at the Annual General Meeting ("**AGM**") on all resolutions set out in the notice convening the 159th AGM of the Corporation held on 16th August, 2024.

The notice dated 13th May, 2024 was sent in respect of the resolutions to be passed at the AGM of the Corporation through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") to those members whose email addresses were registered with the Corporation / Depositories and in compliance with the circulars issued by the Ministry of Corporate Affairs and securities and Exchange Board of India ("**SEBI**").

The Corporation had availed the e-voting facility offered by National Securities Depository Limited ("**NSDL**") for conducting remote e-voting by the Shareholders of the Corporation and e-voting at the said AGM.

Remote e-voting:

- i. Shareholders of the Corporation were provided remote e-voting facility whereby they could cast their votes during the e-voting period, which commenced at 9 a.m. on Tuesday, 13th

August, 2024 and ended at 5 p.m. on Thursday, 15th August, 2024 (both Indian Standard Time - IST). A few members of the Corporation voted through e-voting during the e-voting period.

- ii. In pursuance of rule 4(xii) of The Companies (Management and Administration) Rules, 2014; the votes cast during remote e-voting period were unblocked on Friday, 16th August, 2024 after the conclusion of the AGM and was witnessed by -2- (Two) witnesses, Nandini Parekh, Company Secretary (FCS – 6240) and Dhara Savla, Company Secretary (ACS – 61949), who are not in employment of the Corporation.
- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted “in favour” or “against” on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e. <http://www.evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized by me.

Voting by electronic means at the AGM:

- i. A few members attending the AGM through VC / OAVM, who had not cast their votes through remote e-voting have voted on resolutions through facility of voting by electronic means during the AGM. Instructions for e-voting were laid down in the notice convening the AGM.
- ii. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was stopped by NSDL.
- iii. The e-votes cast were unblocked on Friday, 16th August, 2024 after the conclusion of the AGM.
- iv. Based on the report generated by NSDL and relied upon by me, data regarding the e-voting was scrutinized by me.

Managements and Scrutinizer’s Responsibilities:

- i. Management of the Corporation is responsible to ensure compliance with the requirements of the Act and the Rules relating to e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- ii. My responsibility as scrutinizer for the voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the Resolutions.

Report:

This report has been issued at the request of the Corporation for its compliance requirements in pursuance of relevant provisions of the Act and Rules and accordingly this report is not to be used by anyone for any other purpose.

Information with respect to AGM as well shareholders participated in the AGM is provided in **Annexure 1** to this Report and the Consolidated Result of total votes cast, whether in favour or against, is annexed to this Report and marked as **Annexure 2**.

You are requested to acknowledge receipt of this report.

(Tushar Shridharani)

Practicing Company Secretary

Membership No.: FCS 2690

Certificate of Practice No.: 2190

Peer Review Certificate No.: 1509/2021

UDIN: F002690F001002623

Acknowledgment and countersigned by:

For The Bombay Burmah Trading Corporation, Limited

(Murli Manohar Purohit)

Company Secretary & Compliance Officer

Annexure 1

Date of the Annual General Meeting	16 th August, 2024
Total number of shareholders on record date (i.e. cut-off date for voting purpose – 9 th August, 2024):	37,351
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	
No. of shareholders attended the meeting through Video Conferencing and Other Audio-Visual Means:	
Promoters and Promoter Group:	15
Public:	36

Annexure 2

1.	Resolution required: Ordinary		To receive, consider and adopt:					
			a. the audited Financial Statements of the Corporation for the Financial Year ended 31 st March, 2024 together with the Reports of the Board of Directors and Auditors thereon; and b. the audited Consolidated Financial Statements of the Corporation for the Financial Year ended 31 st March, 2024 together with the Report of the Auditors thereon.					
	Whether promoter/promoter group are interested in the agenda / resolution?		No					
Category	Mode of Voting	No. of shares held	No. of shares voted	% of Votes on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour	% of Votes against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting	5,16,63,045	5,16,63,045	100.0000	5,16,63,045	0.0000	100.0000	0.0000
Public Institutions	(Remote e-voting as well voting by electronic means during the AGM)	73,15,663	63,25,490	86.4650	37,71,889	25,53,601	59.6299	40.3700
Public - Non-Institutions		1,07,93,192	41,747	0.3868	41,539	208	99.5017	0.4982
Total		6,97,71,900	5,80,30,282	83.1714	5,54,76,473	25,53,809	95.5992	4.4008

2.	Resolution required: Ordinary	Declaration of dividend on equity shares for FY 2023-24.
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	Whether promoter/promoter group are interested in the agenda / resolution?	No						
Category	Mode of Voting	No. of shares held (1)	No. of shares voted (2)	% of Votes on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour (6)=[(4)/(2)]*100	% of Votes against (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting (Remote e-voting as well voting by electronic means during the AGM)	5,16,63,045	5,16,63,045	100.0000	5,16,63,045	0	100.0000	0.0000
Public Institutions		73,15,663	63,92,821	87.3854	63,92,821	0	100.0000	0.0000
Public - Non-Institutions		1,07,93,192	41,722	0.3866	41,534	188	99.5493	0.4506
Total		6,97,71,900	5,80,97,588	83.2679	5,80,97,400	188	99.9997	0.0003

3.	Resolution required: Ordinary		To appoint a Director in place of Ms. Minnie Bodhanwala [DIN: 00422067], who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.					
	Whether promoter/promoter group are interested in the agenda / resolution?		No					
Category	Mode of Voting	No. of shares held	No. of shares voted	% of Votes on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour	% of Votes against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting	5,16,63,045	5,16,63,045	100.0000	5,16,63,045	0	100.0000	0.0000
Public Institutions	(Remote e-voting as well voting by electronic means during the AGM)	73,15,663	63,92,821	87.3854	39,71,168	24,21,653	62.1191	37.8808
Public - Non-Institutions		1,07,93,192	41,747	0.3868	41,039	708	98.3040	1.6959
Total		6,97,71,900	5,80,97,613	83.2679	5,56,75,252	24,22,361	95.8305	4.1695

4.	Resolution required: Ordinary		Appointment of Branch auditors of the Corporation.					
	Whether promoter/promoter group are interested in the agenda / resolution?		No					
Category	Mode of Voting	No. of shares held (1)	No. of shares voted (2)	% of Votes on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour (6)=[(4)/(2)]*100	% of Votes against (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting (Remote e-voting as well voting by electronic means during the AGM)	5,16,63,045	5,16,63,045	100.0000	5,16,63,045	0	100.0000	0.0000
Public Institutions		73,15,663	63,92,821	87.3854	63,92,821	0	100.0000	0.0000
Public - Non-Institutions		1,07,93,192	41,747	0.3868	37,834	3,913	90.6268	9.3731
Total		6,97,71,900	5,80,97,613	83.2679	5,80,93,700	3,913	99.9933	0.0067

5.	Resolution required: Ordinary		Ratification of the remuneration payable to GLS & Associates, Cost Accountants (ICWA Registration No. 4482), appointed as the Cost Auditors of the Corporation for the Financial Year ending 31 st March, 2025.					
	Whether promoter/promoter group are interested in the agenda / resolution?		No					
Category	Mode of Voting	No. of shares held	No. of shares voted	% of Votes on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour	% of Votes against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting	5,16,63,045	5,16,63,045	100.0000	5,16,63,045	0	100.0000	0.0000
Public Institutions	(Remote e-voting as well voting by electronic means during the AGM)	73,15,663	63,92,821	87.3854	63,92,821	0	100.0000	0.0000
Public - Non-Institutions		1,07,93,192	42,147	0.3905	38,214	3,933	90.6683	9.3316
Total		6,97,71,900	5,80,98,013	83.2685	5,80,94,080	3,933	99.9932	0.0068

(Tushar Shridharani)

Practicing Company Secretary / Membership No.: FCS 2690 /Certificate of Practice No.: 2190

Certificate of Practice No.: 2190 / Peer Review Certificate No.: 1509/2021

UDIN: F002690F001002623