

BENGAL & ASSAM COMPANY LIMITED

Secretarial Deptt. : 'Gulab Bhawan', 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 011 - 30179888, 30179899, Fax: 011-23739475

Through BSE Listing Centre

BACL/SE/2019
28th August, 2019

BSE Limited
25th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001

Security Code No. 533095

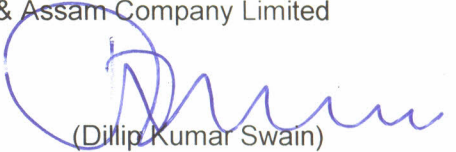
Dear Sir,

Re: Voting Results of 72nd Annual General Meeting (AGM) of the Company held on 27th August, 2019

1. We send herewith Consolidated Voting Results (E-voting and Poll Voting at the AGM venue) on the Resolutions forming part of the Notice of the said AGM of the Company held on 27th August, 2019 at 1.00 P.M. at Shripati Singhania Hall, Rotary Sadan, 94/2, Jawahar Lal Nehru Road, (Chowringee Road) Kolkata – 700 020.
2. We have to further inform that Shri Namo Narain Agarwal, Company Secretary in Practice, Scrutinizer has submitted his Consolidated Report dated 28th August, 2019, on E-voting and the Poll voting at the aforesaid AGM. A copy of the said report is also enclosed herewith.

Thanking you and assuring you of our best cooperation at all times.

For Bengal & Assam Company Limited


(Dillip Kumar Swain)
Company Secretary

Encl: a.a.

cc: Central Depository Services (India) Ltd.
Marathon Futurex, A-Wing, 25th Floor,
NM Joshi Marg, Lower Parel
Mumbai-400013



CIN : L67120WB1947PLC221402, Website : www.bengalassam.com, E-mail : dswain@jkm.com
Regd. Office : 7, Council House Street, Kolkata, West Bengal - 700 001
Telephone : 033 - 22486181 / 22487084, Fax : 033 - 22481641

BENGAL AND ASSAM COMPANY LIMITED

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

Date of the AGM/EGM		27/08/2019	
Total number of shareholders on record date		27980	
No. of shareholders present in the meeting either in person or through proxy:			
	Promoters and Promoter Group:	6	
	Public:	166	
No. of Shareholders attended the meeting through Video Conferencing			
	Promoters and Promoter Group:	Not Applicable	
	Public:	Not Applicable	

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	Consideration and adoption of audited Fin. Statements of the Company (including audited consolidated financial statements) for the Financial Year ended 31st March, 2019 and Reports of the Board of Directors & Auditors thereon						
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 favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting		8191717	99.97	8191717	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8194407	8191717	99.97	8191717	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	373897						
Public - Non Institutions	E-Voting		276792	10.15	276777	15	99.99	0.01
	Poll		543827	19.93	543827	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	2728024	820619	30.08	820604	15	100.00	0.00
Total		11296328	9012336	79.78	9012321	15	100.00	0.00



Resolution No. 2	(Ordinary)	Declaration of Dividend for the financial year 2018-19.						
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 favour 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
Promoter and Promoter Group	E-Voting		8191717	99.97	8191717	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8194407	8191717	99.97	8191717	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	373897						
Public - Non Institutions	E-Voting		276792	10.15	276792	0	100.00	0.00
	Poll		543827	19.93	543827	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	2728024	820619	30.08	820619	0	100.00	0.00
Total		11296328	9012336	79.78	9012336	0	100.00	0.00

Resolution No. 3	(Ordinary)	Re-appointment of Shri Bharat Hari Singhania, Director, who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes, Shri Bharat Hari Singhania, Bharat Hari Singhania HUF, Dr. Raghupati Singhania, Raghupati Singhania HUF, Shri Harsh Pati Singhania, Harsh Pati Singhania HUF, Shri Vikrampati Singhania, Vikrampati Singhania HUF, Smt. Sharda Singhania, Smt. Mamta Singhania and Smt. Swati Singhania.						
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 favour 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
Promoter and Promoter Group	E-Voting		4395010	53.63	4395010	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8194407	4395010	53.63	4395010	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	373897						
Public - Non Institutions	E-Voting		276792	10.15	270076	6716	97.57	2.43
	Poll		543827	19.93	543827	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	2728024	820619	30.08	813903	6716	99.18	0.82
Total		11296328	5215629	46.17	5208913	6716	99.87	0.13



Resolution No. 4	(Ordinary)	Appointment of M/s. Singhi & Co., Chartered Accountants, as Statutory Auditors of the Company.						
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 favour 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
Promoter and Promoter Group	E-Voting		8191717	99.97	8191717	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8194407	8191717	99.97	8191717	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	373897						
Public - Non Institutions	E-Voting		276792	10.15	276777	15	99.99	0.01
	Poll		543827	19.93	543827	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	2728024	820619	30.08	820604	15	100.00	0.00
Total		11296328	9012336	79.78	9012321	15	100.00	0.00

Resolution No. 5	(Special)	Re-appointment of Shri Shailendra Swarup as an Independent Director for a term of five consecutive years with effect from 2nd September, 2019.						
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 favour 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
Promoter and Promoter Group	E-Voting		8191717	99.97	8191717	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8194407	8191717	99.97	8191717	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	373897						
Public - Non Institutions	E-Voting		276792	10.15	270076	6716	97.57	2.43
	Poll		543827	19.93	543827	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	2728024	820619	30.08	813903	6716	99.18	0.82
Total		11296328	9012336	79.78	9005620	6716	99.93	0.07



Resolution No. 6	(Special)	Approval for issue of 3% , 65,00,000 Cumulative Redeemable Preference Shares of Rs. 100 each upto an aggregate amount of Rs. 65 Crores.						
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 favour 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
Promoter and Promoter Group	E-Voting		8191717	99.97	8191717	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	8194407	8191717	99.97	8191717	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	373897						
Public - Non Institutions	E-Voting		276792	10.15	276772	20	99.99	0.01
	Poll		543827	19.93	543827	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	2728024	820619	30.08	820599	20	100.00	0.00
Total		11296328	9012336	79.78	9012316	20	100.00	0.00

DATE: 28th August, 2019
PLACE: Kolkata

For Bengal & Assam Company Limited



(Dilip Kumar Swain)
Company Secretary

NAMO NARAIN AGARWAL

M. Com., L L B, FCS, Company Secretary, FCS 234

372, Narmada Apartments,
Alaknanda,
New Delhi – 110 019.

Phone : 011-42143477
Mobile : 09899026864
Email : nagarwal1939@gmail.com
PAN : ABVFN0836B

To,
The Chairman of the 72nd Annual General Meeting,
Bengal & Assam Company Limited,
7, Council House Street,
Kolkata, West Bengal - 700001

28th August, 2019

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

SCRUTINIZER'S CONSOLIDATED REPORT ON

**VOTES CAST BY REMOTE E-VOTING / BALLOT PAPERS AT COMPANY'S
72nd ANNUAL GENERAL MEETING HELD ON 27 August, 2019**

Pursuant to Notice dated 30th May, 2019, the 72nd Annual General Meeting of the Company was held on 27th August, 2019 for conducting **six items** of Business of the Agenda.

I am appointed as a Scrutinizer for the purpose of voting with respect to the said items through remote e-voting and by ballot papers taken at the said Meeting.

The Management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the relevant Rules for contents and passing of the resolutions contained in the Notice dated 30th May, 2019 convening the 72nd Annual General Meeting.

My responsibility as Scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "assent" and "dissent" the resolutions based on ballot papers submitted by the members and reports generated from the e-voting system provided CDSL.

I submit my report as under:

On voting by ballot papers

1. Before the start of voting by ballot at the AGM, one ballot box kept for votes by ballot papers was locked in my presence with due identification mark.
2. The locked ballot box was subsequently opened in the presence of two persons (not in employment of the company) as witnesses and ballot papers were diligently scrutinized in my presence. The ballot 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 votes cast at the meeting by the said ballot papers were then counted "assent" and "dissent".



On voting by remote e-voting

4. Thereafter, the votes cast through remote e-voting were unblocked in the presence of the two witnesses (not in the employment of the company), and counted “assent” and “dissent”.

On Consolidation

5. On the basis of count of votes cast through remote e-voting and by ballot papers, **consolidated result** of voting “assent” and “dissent” on the said six items of business is as follows:-

Item no. 1 (Ordinary resolution)

Consideration and adoption of audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended 31st March, 2019 and Reports of the Board of Directors and Auditors thereon.

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	8468494	15	8468509	51
Ballot Paper	543827	NIL	543827	21
Total	9012321	15	9012336	72
%age of total votes	99.999	0.001	100.00	

Item no. 2 (Ordinary resolution)

Declaration of Dividend for the financial year 2018-19.

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	8468509	NIL	8468509	51
Ballot Paper	543827	NIL	543827	21
Total	9012336	NIL	9012336	72
%age of total votes	100.00	0.000	100.00	

Item no. 3 (Ordinary resolution)

Re-appointment of Shri Bharat Hari Singhania, Director, who retires by rotation.

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	4665086	6716	4671802	36
Ballot Paper	543827	NIL	543827	21
Total	5208913	6716	5215629	57
%age of total votes	99.871	0.129	100.00	



Item no. 4 (Ordinary resolution)

Appointment of M/s Singhi & Co., Chartered Accountants, as Statutory Auditors of the Company.

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	8468494	15	8468509	51
Ballot Paper	543827	NIL	543827	21
Total	9012321	15	9012336	72
%age of total votes	99.999	0.001	100.00	

Item no. 5 (Special resolution)

Re-appointment of Shri Shailendra Swarup as an Independent Director for a term of five consecutive years with effect from 2nd September, 2019.

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	8461793	6716	8468509	51
Ballot Paper	543827	NIL	543827	21
Total	9005620	6716	9012336	72
%age of total votes	99.925	0.075	100.00	

Item no. 6 (Special resolution)

Approval for issue of 3% 65,00,000 Cumulative Redeemable Preference Shares of Rs. 100/- each upto an aggregate amount of Rs. 65 Crores.

Mode of voting	Votes cast Assent (Nos.)	Votes cast Dissent (Nos.)	Votes cast Total (Nos.)	No. of Members, who cast votes
Remote e-voting	8468489	20	8468509	51
Ballot Paper	543827	NIL	543827	21
Total	9012316	20	9012336	72
%age of total votes	99.999	0.001	100.00	


I did not find any ballot paper invalid.

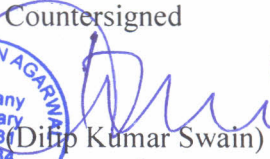


All the six ordinary/special resolutions were thus passed with requisite majority.

Ballot Paper Register alongwith ballot papers and other papers related to e-voting shall be given to the Company Secretary after the Chairman considered, approved and signed the Minutes of Annual General Meeting.

Yours faithfully,


(Namo Narain Agarwal)
Scrutinizer, CP 3331, FCS 234

Countersigned

Company Secretary as authorised by
Chairman of the Meeting

