

BHATIA COMMUNICATIONS & RETAIL (INDIA) LIMITED

CIN: L32109GJ2008PLC053336

BHATIA'S[®]
The mobile one stop shop

Regd Off: 132, Dr. Ambedkar Shopping Centre, Ring Road, Surat-395002
Email: info@bhatiamobile.com, Ph: 0261-2349892
Website : www.bhatiamobile.com

Date: 10/09/2019

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Script ID/ Code : BHATIA/540956
Subject : Voting Results of 11th Annual General Meeting of the Company held as on
September 09, 2019
Reference No. : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement)
Regulations, 2015.

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the 11th Annual General Meeting of the Members of Bhatia Communications & Retail (India) Ltd held on Monday, September 09, 2019 at 11:00 a.m. at the Registered address of the Company situated at 132, Dr. Ambedkar Shopping Centre, Ring Road, Surat-395002, Gujarat, India.

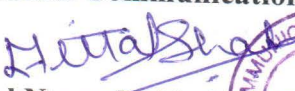
Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated September 10, 2019 is also enclosed herewith.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

For **Bhatia Communications & Retail (India) Ltd**


Mittal Narendrabhai Shah
Company Secretary and Compliance Officer

Place: Surat

Encl: Voting Result
Scrutinizer Report

Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Bhatia Communications & Retail (India) Limited | 11th Annual General Meeting |
September 09, 2019

Date of AGM	September 09, 2019
Book Closure Date	3rd September, 2019 to 9 th September, 2019
Total Number of Shareholders as on cut off date: (2 nd September, 2019, cut-off date for E-voting)	236
Number of shareholders present in meeting either in person or through proxy:	
Promoters & Promoter Group	2
Public	8
Number of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	No video conferencing facility was made available to the shareholders.
Public	

Agenda-wise

Given below is the agenda wise combined result of E-voting and votes polled at the meeting.

ORDINARY BUSINESS

Resolution No. 1:

Adoption of Audited Financial Statements of the company for the financial year ended on 31st March, 2019, together with the Reports of the Board of Directors and Auditors' thereon. (Ordinary Resolution)

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1) *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2) *100	% of votes against on votes polled (7)={5}/(2) *100
Promoter & Promoter Group	Remote E-voting	9215200	4260000	46.23	4260000	0	100	0
	Poll		4832854	52.44	4832854	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public Institution al Holders	Remote E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public- Others	Remote E-voting	3300000	244000	7.39	244000	0	100	0
	Poll		70000	2.12	70000	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Total		1251520 0	9406854	75.16	9406854	0	100	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	2000



Resolution No. 2:**Re-appointment of Mr. Sanjeev Harbanslal Bhatia, Managing Director (DIN: 02063671), liable to retire by rotation. (Ordinary Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1)} *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2)} *100	% of votes against on votes polled (7)={5}/(2)} *100
Promoter & Promoter Group	Remote E-voting	9215200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public Institution al Holders	Remote E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public- Others	Remote E-voting	3300000	244000	7.39	244000	0	100	0
	Poll		70000	2.12	70000	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Total		1251520 0	314000	2.51	314000	0	100	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	2000



Resolution No. 3:**Re-Appointment Of M/S. R. Kejriwal & Co., Chartered Accountants As A Statutory Auditors Of The Company. (Ordinary Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1} *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2} *100	% of votes against on votes polled (7)={5}/(2} *100
Promoter & Promoter Group	Remote E-voting	9215200	4260000	46.23	4260000	0	100	0
	Poll		4832854	52.44	4832854	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public Institution al Holders	Remote E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public- Others	Remote E-voting	3300000	244000	7.39	244000	0	100	0
	Poll		70000	2.12	70000	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Total		1251520 0	9406854	75.16	9406854	0	100	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	2000



SPECIAL BUSINESS

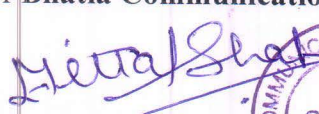
Resolution No. 4:

Approval of Related Party Transactions. (Special Resolution)

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1)} *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2)} *100	% of votes against on votes polled (7)={5}/(2)} *100
Promoter & Promoter Group	Remote E-voting	9215200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public Institution al Holders	Remote E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Public- Others	Remote E-voting	3300000	244000	7.39	244000	0	100	0
	Poll		70000	2.12	70000	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
Total		1251520 0	314000	2.51	314000	0	100	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	4260000
Public Institutions	0
Public non-institutions	2000

For **Bhatia Communications & Retail (India) Ltd**


Mittal Narendrabhai Shan
Company Secretary and Compliance Officer

Place: Surat



Date :

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013
And Rule 20(4)(xii) and Rule 21 of the Companies (Management and Administration)
Rules, 2014]

To
The Chairman
Of 11th Annual General Meeting of the members of
Bhatia Communications & Retail (India) Limited
held on 09th September, 2019 at the registered office
132, Dr. Ambedkar Shopping Centre,
Ring Road, Surat – 395002 at 11.00 A.M.

Dear Sir

Sub.: Scrutinizer's report on E voting/ Ballot

1. I, Ranjit Kejriwal, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Bhatia Communications & Retail (India) Limited for the purpose of scrutinizing the e-voting process along with Ballot Forms and ascertaining the requisite majority on remote e-voting / Ballot process carried out as per 108 of the Companies Act, 2013 read with Rule 20(4)(xii) and Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the 11th Annual General Meeting (AGM) of the members of the company, held at 11.00 a.m. at 132, Dr. Ambedkar Shopping Centre, Ring Road, Surat 395002 on Monday 09th September, 2019.
2. At the 11th AGM of the Company held on 09th September, 2019, the Company has also provided facility for voting by Ballot paper to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the AGM has appointed me as the Scrutinizer for the same.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and ballot process conducted for the resolutions contained in the Notice to the 11th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and ballot process at the AGM is restricted to make a consolidated Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the rules and engaged by the company to provide remote e-voting facility.



4. Further to the above, I submit my reports as under:

- (i) The e-voting period was from 06th September, 2019 at 9.30 a.m. to 08th September, 2019 at 5.00 p.m.
- (ii) The members of the Company as on the "cut-off" date i.e 02nd September, 2019 were entitled to vote on the resolutions (item No. 01 to 04 as set out in the notice of the 11th AGM of the Company).
- (iii) The votes cast were unblocked on 10th September, 2019 at 04:06 p.m. in the presence of 2 (Two) witnesses namely **Mr. Pioush Tiwari** and **Ms. Sonal Torani** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Pioush

Name: **Mr. Pioush Tiwari**

Sonal

Name: **Ms. Sonal Torani**

- (iv) Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the evoting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com/>.
- (v) The combined result of remote e-voting and ballot is as under:

RESOLUTION NO. 1:

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2019:

"**RESOLVED THAT** the Audited Balance Sheet and Profit and loss account for the year ended 31st March, 2019 along with the Director's Report, be and are hereby considered, Adopted and Approved"

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	4504000	14	4504000	0	0	0	0
At AGM	9	4904854	8	4902854	0	0	1	2000
Total	23	9408854	22	9406854	0	0	1	2000

This resolution is passed with requisite majority as an ordinary resolution.

RESOLUTION NO. 2:

RE-APPOINTMENT OF DIRECTORS RETIRING BY ROTATION:

"**RESOLVED THAT** in accordance with the provision of Section 152 (6) and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Sanjeev Harbanslal Bhatia, Managing Director (DIN: 02063671), who retires by rotation at this annual general meeting, be and is hereby reappointed as director of the Company, liable to retire by rotation."



Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	13	244000	13	244000	0	0	0	0
At AGM	8	72000	7	70000	0	0	1	2000
Total	21	316000	20	314000	0	0	1	2000

This resolution is passed with requisite majority as an ordinary resolution.

RESOLUTION NO. 3:

RE-APPOINTMENT OF M/S. R. KEJRIWAL & CO., CHARTERED ACCOUNTANTS AS A STATUTORY AUDITORS OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of the Section 139 and other applicable provisions, if any of the Companies Act, 2013, read with the Companies (Audit and Auditors) rules, 2014, including any statutory enactment or modification thereof for time being in force, M/s. R. Kejriwal & Co., Chartered Accountants, Surat (FRN: 133558W) be and are hereby re- appointed as a statutory Auditors of the Company for term of 2 years and to hold office from conclusion of this 11th Annual General Meeting till conclusion of 13th Annual General Meeting of the company, at such remuneration plus taxes and reimbursement of out of pocket expenses, if any per financial year on the basis of the recommendation of the Audit committee and approved by the Board of Directors as may be amended from time to time.”

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	4504000	14	4504000	0	0	0	0
At AGM	9	4904854	8	4902854	0	0	1	2000
Total	23	9408854	22	9406854	0	0	1	2000

This resolution is passed with requisite majority as an ordinary resolution.

RESOLUTION NO. 4:

TO APPROVAL OF RELATED PARTY TRANSACTIONS

“**RESOLVED THAT** pursuant to section 188 of the companies act, 2013 and Companies (Meetings of Board and its powers) Rules, 2014, and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable laws if any; the consent of the Company be and is hereby accorded to the transactions to be entered or already entered into by the company with the related parties as detailed in the explanatory statement.”



“**FURTHER RESOLVED THAT** the above approval is given notwithstanding that the total amount of transaction(s) to be entered either individually or cumulatively may increase the net worth or paid up share capital and reserves of the company or turnover of the company.”

“**FURTHER RESOLVED THAT** the Board of director be and is hereby authorized to alter the terms of above transactions as per the requirements and interest of the company.”

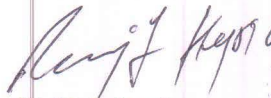
Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	4504000	13	244000	0	0	1	4260000
At AGM	8	72000	7	70000	0	0	1	2000
Total	22	4576000	20	314000	0	0	2	4262000

This resolution is passed with requisite majority as a Special Resolution.

The physical ballot forms received have been enclosed herewith, to be kept by the Company in its safe custody.

Thanking You,

Yours faithfully,



Ranjit Kejriwal
Practicing Company Secretary
Membership No. 6116
CP No. 5985
Place: Surat
Date: 10th September, 2019



UDIN: **F006116A000009011**

Encl: Postal Ballot