

# BHATIA COMMUNICATIONS & RETAIL (INDIA) LIMITED

**BHATIA'S**<sup>®</sup>  
The mobile one stop shop

CIN: L32109GJ2008PLC053336

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

Date: 22/01/2022

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

Scrip ID/ Code : BHATIA/540956

Subject : Voting Results of Extra Ordinary General Meeting of the Company held on January 22, 2022

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 Extra Ordinary General Meeting of the Members of Bhatia Communications & Retail (India) Limited held on Saturday, January 22, 2022 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 January 22, 2022 is also enclosed herewith.

We further wish to inform you that based on the Scrutinizer's Report, all the resolutions set out in the notice of the EOGM have been duly approved by the shareholders with requisite majority.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

For Bhatia Communications & Retail (India) Limited

  
Sanjeev Harbanslal Bhatia  
Managing Director  
DIN; 02063671



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 | Extra Ordinary General Meeting |  
January 22, 2022

Date of EOGM	January 22, 2022
Book Closure Date	16th January, 2022 to 22nd January, 2022
Total Number of Shareholders as on cut off date: (15th January, 2022, cut-off date for E-voting)	1258
Number of shareholders present in meeting either in person or through proxy:	
Promoters & Promoter Group	6
Public	14
Number of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	<b>No video conferencing facility was made available to the shareholders.</b>
Public	

#### Agenda-wise

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

#### SPECIAL BUSINESS

##### Resolution No. 1:

**APPROVE SUB-DIVISION OF EQUITY SHARES OF THE COMPANY (Special Resolution)**

Whether promoter/ Promoter Group are interested in the Agenda/resolution:								No
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	9215200	100	9215200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
	<b>Total</b>		<b>9215200</b>	<b>9215200</b>	<b>100</b>	<b>9215200</b>	<b>0</b>	<b>100</b>
Public Institutional 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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Others	Remote E-voting	3300000	36015	1.09	36015	0	100	0
	Poll		32000	0.97	32000	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
	<b>Total</b>		<b>3300000</b>	<b>68015</b>	<b>2.06</b>	<b>68015</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>12515200</b>	<b>9283215</b>	<b>74.18</b>	<b>9283215</b>	<b>0</b>	<b>100</b>	<b>0</b>

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



**Resolution No. 2:****APPROVE THE ALTERATION IN CAPITAL CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY****(Special Resolution)**

Whether promoter/ Promoter Group are interested in the Agenda/resolution:								No
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	9215200	100	9215200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
	Total	9215200	9215200	100	9215200	0	100	0
Public Institutional 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
	Total	0	0	0	0	0	0	0
Public-Others	Remote E-voting	3300000	36015	1.09	36015	0	100	0
	Poll		32000	0.97	32000	0	100	0
	Postal Ballot	Not Applicable	0	0	0	0	0	0
	Total	3300000	68015	2.06	68015	0	100	0
Total		12515200	9283215	74.18	9283215	0	100	0

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

For Bhatia Communications &amp; Retail (India) Limited

  
**Sanjeev Harbanslal Bhatia**  
**Managing Director**  
**DIN: 02063671**

Place: Surat





**RANJIT KEJRIWAL**

Company Secretaries & Registered Valuer (SFA)

**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 Extra Ordinary General Meeting of the members of  
**Bhatia Communications & Retail (India) Limited**  
CIN: L32109GJ2008PLC053336  
held on 22nd January, 2022 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 Binod 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 Extra Ordinary General Meeting (EOGM) of the members of the company, held at 11.00 a.m. at 132, Dr. Ambedkar Shopping Centre, Ring Road, Surat 395002 on Saturday 22nd January, 2022.
2. At the EOGM of the Company held on 22nd January, 2022, 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 EOGM 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 EOGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and ballot process at the EOGM 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 and ballot paper received.



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1, Aastha, Hira Modi Sheri, Ring Road, Surat-395 002. | 022-2331123 | rbksurat@gmail.com  
202, Balaji Business Centre, Subhash Road, Vile Parle (E), Mumbai-400 057. | 022-49737235 | csrbkmumbai@gmail.com

**ADVISORY | AUDIT | TAX | GST | CORPORATE LAWS | IPO | LOAN | RESTRUCTURING | VALUATION |**  
**NCLT | INSOLVENCY | COST ACCOUNTING | BUSINESS MANAGEMENT**

4. Further to the above, I submit my reports as under:
- (i) The e-voting period was from 19th January, 2022 at 9.00 a.m. to 21st January, 2022 at 5.00 p.m.
  - (ii) The members of the Company as on the "cut-off" date i.e 15th January, 2022 were entitled to vote on the resolutions (item No. 01 to 02 as set out in the notice of the EOGM of the Company).
  - (iii) The votes cast were unblocked on 22<sup>nd</sup> January, 2022 at 12:54 p.m. in the presence of 2 (Two) witnesses namely **Ms. Purvi Jain** and **Ms. Manvi Rokani** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

*Purvi*

Name: **Ms. Purvi Jain**

*Manvi.*

Name: **Ms. Manvi Rokani**

- (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:

#### APPROVE SUB-DIVISION OF EQUITY SHARES OF THE COMPANY:

**"RESOLVED THAT** pursuant to the provisions of Section 61 and any other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with applicable provisions of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, subject to the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary, approval of the members of the company be and is hereby accorded for sub-division of 1 (One) Equity Share of the Company having Face Value of Rs. 10/- each (Rupees Ten) into 10 (Ten) Equity Shares having Face Value of Re. 1/- (Rupee One) each.

**RESOLVED FURTHER THAT** pursuant to the sub-division of Equity Shares of the Company from Face Value Rs. 10/- each (Rupees Ten) to Face Value of Re. 1/- each (Rupee One), the existing Authorized and Paid up Equity Share Capital of the company as on record date as may be decided by the Board (which shall include any Committee thereof) shall stand sub-divided as given below:

Particulars	Pre-sub division of Equity Shares			Post-sub division of Equity Shares			
	No. of Shares	Face Value (In Rs.)	Total Share capital (In Rs.)	No. of Shares	Face Value (In Rs.)	Total capital (In Rs.)	Share



Authorized Share capital	1,30,00,000	10/-	13,00,00,000	13,00,00,000	1/-	13,00,00,000
Issued, Subscribed and Paid up share Capital	1,25,15,200	10/-	12,51,52,000	12,51,52,000	1/-	12,51,52,000

**RESOLVED FURTHER THAT** pursuant to the sub-division of the Face Value of Equity Shares as mentioned above, the existing share certificate(s) in relation to the existing issued Equity Shares having Face Value of Rs. 10/- each (Rupees Ten) held in the physical form shall be deemed to have been automatically cancelled with effect from the record date to be fixed by the board, and the board be and is hereby authorized, without requiring to surrender the existing issued share certificate(s) by the members, to issue new share certificate in lieu of the existing share certificate(s), with regard to the sub-divided shares, and in case of Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the members with the Depository participants, in lieu of existing credits in their beneficiary accounts representing the equity shares of the company before subdivision.

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to take all such steps as may be required to obtain approvals in relation to above and do all such further acts, deeds or things as may be required to give effect to the sub-division of Equity Shares of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and Company Secretary be and are severally authorized to (a) delegate execution and filing of necessary applications, declarations, and other documents with stock exchanges, depositories, Registrar & Transfer agent and/or any other statutory authority(ies), if any; (b) cancel the existing physical share certificates; (c) settle any question or difficulty that may arise with regard to the sub-division of the shares as aforesaid or for any matters connected herewith or incidental thereto and (d) do all such acts, deeds, things, including all the matters incidental thereto in order to implement the foregoing resolution.”

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	22	9251215	22	9251215	0	0	0	0
At EOGM	1	32000	1	32000	0	0	0	0
<b>Total</b>	<b>23</b>	<b>9283215</b>	<b>23</b>	<b>9283215</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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



**RESOLUTION NO. 2:**

**APPROVE THE ALTERATION IN CAPITAL CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

“**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and upon sub-division of Equity Shares, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing Clause V of Memorandum of Associations of the Company with the following new Clause V as under:

*The Authorised Share Capital of the Company is Rs. 13,00,00,000/- (Rupees Thirteen Crores Only) divided into 13,00,00,000 (Thirteen Crore) Equity Shares of Re. 1/- (Rupee One) each.”*

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable for the purpose of giving effect to this resolution.”

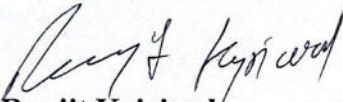
Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	22	9251215	22	9251215	0	0	0	0
At EOGM	1	32000	1	32000	0	0	0	0
<b>Total</b>	<b>23</b>	<b>9283215</b>	<b>23</b>	<b>9283215</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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

**1 physical ballot form have been received by us.**

Thanking You,

Yours faithfully,

  
**Ranjit Kejriwal**  
Practicing Company Secretary  
Membership No. 6116  
CP No. 5985  
Place: Surat  
Date: 22/01/2022



UDIN: **F006116C002260225**