

# BENGAL & ASSAM COMPANY LIMITED

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

Through BSE Listing Centre

BACL/SECTL/SE/2017  
16<sup>th</sup> March 2017

BSE Ltd.  
25<sup>th</sup> Floor, P.J. Towers  
Dalal Street,  
Mumbai-400 001

Scrip Code- 533095

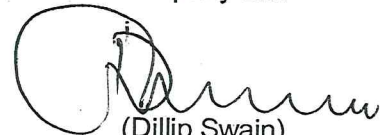
Dear Sir,

**Re: Results of Postal Ballot & Disclosure under Regulation 30, Schedule III, Part A, Para A (13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

1. This is further to our Letter No. BACL:SECTL:SE:17 dated 8<sup>th</sup> February, 2017, thereby submitting Notice of Postal Ballot dated 31<sup>st</sup> January, 2017, for seeking approval of the Members by means of a Special Resolution for shifting the Registered Office of the Company from Patriot House, 3, Bahadur Shah Marg, New Delhi-110002, in the NCT of Delhi to 7, Council House Street, Kolkata-700001, in the State of West Bengal.
2. We now enclose herewith voting results of the postal ballot (Consolidated Results for e-voting and physical ballots) on the Special Resolution forming part of the said Postal Ballot Notice. The Special Resolution contained in the aforesaid Postal Ballot Notice dated 31<sup>st</sup> January, 2017, is deemed to have been passed on 15<sup>th</sup> March, 2017 with requisite majority.
3. We have to further inform you that Shri Namo Narain Agarwal, Practicing Company Secretary, Scrutinizer, has submitted his report dated 15<sup>th</sup> March, 2017, on the aforesaid Postal Ballot/E-voting. A copy of the said Report is also enclosed herewith.
4. The aforesaid may also be deemed to be proceedings under the said Regulation 30.

Thanking you.

Yours faithfully  
For Bengal & Assam Company Ltd.

  
(Dillip Swain)  
Company Secretary

Encl; As above



CIN : L67120DL1947PLC116830, Website : www.bengalassam.com, E-mail : dswain@jkmil.com  
Regd. & Admn. Office : Patriot House, 4<sup>th</sup> Floor, 3, Bahadur Shah Zafar Marg, New Delhi - 110 002  
Telephone : 011-33001112, Fax : 011 - 23716607

## VOTING RESULTS

|   |  |
|---|--|
| Date of the AGM/EGM declaration of results of Postal Ballot (including e voting):   | 15 <sup>th</sup> March, 2017<br>The Resolution shall be deemed to have been passed on 15 <sup>th</sup> March, 2017, the last date of receipt of postal ballot forms/e-voting |
| Total number of shareholders on record date (i.e. 15th March, 2017):  | 31676  |
| No. of shareholders present in the meeting either in person or through proxy:<br><br>Promoters and Promoter Group:<br>Public: | Not Applicable   |
| No. of Shareholders attended the meeting through Video Conferencing:<br><br>Promoters and Promoter Group:<br>Public:          | Not Applicable   |

### Agenda-wise Disclosure

Shifting of Registered office of the Company from Patriot House, 3, Bahadur Shah Marg, New Delhi-110002 in the NCT of Delhi to 7, Council House Street, Kolkata-700001 in the State of West Bengal.

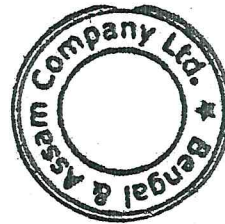
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special                                 |                          |                        |                                      |                                    |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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                      | 6422493            | 6422493             | 100.0000                                | 6422493                  | 0                      | 100.0000                             | 0.0000                             |
|  | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|  | Total                         |                    | 6422493             | 6422493                                 | 100.0000                 | 6422493                | 0                                    | 100.0000                           |
| Public-Institutions  | E-Voting                      | 286083             | 42702               | 14.9264                                 | 42702                    | 0                      | 100.0000                             | 0.0000                             |
|  | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|  | Total                         |                    | 286083              | 42702                                   | 14.9264                  | 42702                  | 0                                    | 100.0000                           |
| Public- Non Institutions   | E-Voting                      | 1974977            | 257694              | 13.0479                                 | 257691                   | 3                      | 99.9988                              | 0.0012                             |
|  | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 414028              | 20.9637                                 | 414023                   | 5                      | 99.9988                              | 0.0012                             |
|  | Total                         |                    | 1974977             | 671722                                  | 34.0116                  | 671714                 | 8                                    | 99.9988                            |
| Total  |                               | 8683553            | 7136917             | 82.1889                                 | 7136909                  | 8                      | 99.9999                              | 0.0001                             |

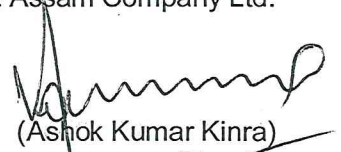


Note: There were only 2 (Nos.) invalid postal ballot forms, which were ignored/not considered for counting votes cast.

Accordingly, the Special Resolution has been passed by the members with requisite majority.

For Bengal & Assam Company Ltd.



  
(Ashok Kumar Kinra)  
Director

Place: New Delhi  
Date: 16<sup>th</sup> March, 2017

# NAMO NARAIN AGARWAL

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

372, Narmada Apartments,  
Alaknanda,  
New Delhi – 110 019.  
Service Tax Reg. No. ABVPN0836BST002 – Company Secretary

Phone : 011-42143477  
Mobile : 09899026864  
Email : nnagarwal1939@gmail.com  
PAN : ABVPN0836B

## Scrutinizer Report

(Pursuant to section 110 of the Companies Act, 2013 and rule 22  
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,  
Bengal & Assam Company Limited,  
Patriot House,  
3, Bahadur Shah Zafar Marg,  
New Delhi – 110002

In terms of Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the company, at its meeting held on 31<sup>st</sup> January, 2017, appointed me as Scrutinizer for conducting the postal ballot voting process (including voting through electronic means) for passing of the **Special Resolution** on the following item:-

**‘Shifting of Registered Office of the Company from Patriot House,  
3, Bahadur Shah Marg, New Delhi-110002 in the NCT of Delhi to  
7, Council House Street, Kolkata-700001 in the State of West Bengal.’**

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 resolution contained in the Notice of Postal Ballot dated 31 January, 2017.

My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast “For” or “Against” the resolutions based on the postal ballot forms submitted by the members and the reports generated from e-voting system provided by CDSL. Accordingly, I submit my report as under:-

1. Particulars of all the postal ballot forms received from Members upto 15<sup>th</sup> March, 2017 have been entered in the Postal Ballot Register.
2. Postal ballot forms were scrutinized and the shareholding was confirmed with Register of Members.



3. Remote e-voting was unblocked after 5.00 PM on 15<sup>th</sup> March, 2017 in the presence of two witnesses, namely Mr. Arun Kumar Sharma and Ms. Perneeka Virmani, who are not in the employment of the company and the report for members' e-voting was downloaded.
4. After considering all valid postal ballot forms and electronic voting, I summarise the votes cast "For" and "Against" the resolution as under:-


| Mode of voting      | Votes cast<br><b>FOR</b><br>(Nos.) | Votes cast<br><b>AGAINST</b><br>(Nos.) | Votes cast<br><b>Total (Nos.)</b> | No. of<br>Members, who<br>cast votes |
|---------------------|------------------------------------|--|-----------------------------------|--------------------------------------|
| E-voting            | 67,22,886                          | 3                                      | 67,22,889                         | 49                                   |
| Postal Ballot       | 4,14,023                           | 5                                      | 4,14,028                          | 108                                  |
| Total               | <b>71,36,909</b>                   | <b>8</b>                               | <b>71,36,917</b>                  | <b>157</b>                           |
| %age of total votes | <b>100%</b>                        | -                                      | <b>100%</b>                       | -                                    |

Thus, the Special Resolution has been passed with requisite majority.

Notes:

1. There was no duplicate voting through postal ballot and e-voting.
2. There were only 2 (Nos.) invalid postal ballot forms, which were ignored/not considered for counting votes cast.
3. Postal ballots and all other relating papers have been handed over to the Company Secretary for safe custody.

Place: New Delhi  
Date : 15<sup>th</sup> March, 2017

  
(Namo Narain Agarwal)  
Scrutinizer

Namo Narain Agarwal  
FCS 234, CP 3331  
372, Narmada Apartments,  
Alaknanda, New Delhi-19  
nnagarwal1939@gmail.com  
Mobile: 09899026864

COUNTERSIGNED BY:

For Bengal & Assam Company Ltd.

  
Director