



BOMBAY SWADESHI STORES LTD.

WESTERN INDIA HOUSE, SIR P.M. ROAD, MUMBAI - 400 001. INDIA.

TEL: 91-22-2288 5048 / 49

E-mail: feedback@bombaystore.com www.thebombaystore.com

CIN NO.: U74999MH1905PLC 000223

28th September, 2018

To,
The Members of
Bombay Swadeshi Stores Limited

Subject: Declaration of Results of the voting on resolutions set out in notice of 112th Annual General Meeting.

Dear Members,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 112th Annual General Meeting (AGM) of the Company was convened on Friday, 28th September, 2018 at Anjaneya CHS Limited, Orchard Avenue Opp. Hiranandani Foundation School, Powai, Mumbai – 400 076 at 11.00 a.m. to seek the approval of members of the Company on the resolutions set out in the notice dated 23rd August, 2018. Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had provided facility to the members to vote electronically by remote e-voting and also by physical ballots on aforesaid resolutions and had appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Annual General Meeting was attended by requisite quorum. The Scrutinizer has submitted his report on the remote e-voting and the physical ballots, a copy of which is attached hereto. The summary of the voting results is as under:

Sr. No.	Resolutions	% of shares voted in favour of the resolution	% of shares voted against the resolution
1.	Ordinary Resolution: a. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.	*100%	0%





ESTD.1906

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	b. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Auditors thereon.		
2.	Ordinary Resolution for re-appointment of Mrs. Jyoti Varun Kabra (DIN: 07088904), who retired by rotation at 112 th Annual General Meeting and being eligible, had offered herself for re-appointment.	*100%	0%

***Rounded off to nearest number**

Accordingly, I, Madhu Chandak, Chairperson, declare that all the 2 (two) resolutions, as set out in the Notice of the 112th Annual General Meeting (AGM) of the Company, have been approved with requisite majority by the Members of the Company.

The Copy of the Scrutinizers Report is enclosed herewith for your reference.

Kindly take the above on record

For **BOMBAY SWADESHI STORES LIMITED**

Chairperson

End: As above



THE BOMBAY STORE®

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

28th September, 2018

To,
The Chairperson,
Bombay Swadeshi Stores Limited
Western India House, Sir P M Road,
Fort, Mumbai- 400 001

Dear Madam,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at the 112th Annual General Meeting ('AGM') of the Members of Bombay Swadeshi Stores Limited

Bombay Swadeshi Stores Limited ("the Company") at their Board of Directors meeting held on 23rd August, 2018, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots at the 112th Annual General Meeting of the Company held on Friday, 28th September, 2018 on the resolutions contained in the Notice dated 23rd August, 2018 of the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder, relating to remote e-voting and physical voting through physical ballots on the resolutions as contained in the aforesaid Notice of 112th Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility.



As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to the Members by permitted means for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an Ordinary Resolution;
 - a. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
 - b. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Auditors thereon.
2. **Resolution No. 2** as an Ordinary Resolution for re-appointment of Mrs. Jyoti Varun Kabra (DIN: 07088904), who retired by rotation at 112th Annual General Meeting and being eligible, had offered herself for re-appointment.

The Company provided the remote e-voting facility offered by CDSL to the members of the Company to cast votes on aforesaid resolutions. The Company had also made available the physical ballots at the 112th Annual General Meeting to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to members of the Company to exercise their voting rights from 9:00 a.m. of Monday, 24th September, 2018 up to 5.00 p.m. of Thursday, 27th September, 2018. Accordingly, e-votes casted upto 5.00 p.m. of 27th September, 2018 have been considered for my scrutiny. The facility of voting at the Annual General Meeting through physical ballots has also been considered for the scrutiny.

After the conclusion of the 112th Annual General Meeting, first the voting conducted through physical ballots at the meeting was unlocked in the presence of two witnesses not in employment of the Company, namely Ms. Ashu Gupta and Mr. Ankit Agrawal. Thereafter the voting through remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Rashi Ramuka and Mr. Vishal Adhav. A summary of the votes cast by shareholders through remote e-voting and the voting conducted through physical ballots at the 112th Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.



The results of the voting by members through remote e-voting and physical voting through ballots at the Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairperson of the Company.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
FCS NO.: 5171
COP NO.: 3030



ANNEXURE

The summary of the votes cast through remote e-voting and physical ballots confirmations for each of the resolutions is given below:

3. For Resolution 1: as an Ordinary Resolution;

- a. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
- b. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Auditors thereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of Ballots/ Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	2	36
b.	Remote e-voting confirmations received	7	46,23,863
	Total	9	46,23,899
c.	Less: Invalid Ballot/Remote e-voting confirmations	-	-
d.	Net Valid Physical Ballot Forms/Remote e-Voting	9	46,23,899
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	8	46,23,891
% of Assent			100*
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	1	8
% of Dissent			-

*Rounded off to nearest number



For Resolution 2: as an Ordinary Resolution for re-appointment of Mrs. Jyoti Varun Kabra (DIN: 07088904), who retired by rotation at 112th Annual General Meeting and being eligible, had offered herself for re-appointment.

Sr. No.	Particulars	Resolution No. 2	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	2	36
b.	Remote e-voting confirmations received	7	46,23,863
	Total	9	46,23,899
c.	Less: Invalid Ballot/Remote e-voting confirmations	-	-
d.	Net Valid Physical Ballot Forms/Remote E-Voting	9	46,23,899
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	8	46,23,891
% of Assent			100*
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	1	8
% of Dissent			-

*Rounded off to nearest number

