BNR UDYOG LIMITED

Regd. Off: 6-3-650, 218, 2nd Floor, Maheshwari Chambers, Somajiguda, Hyderabad-500 082, Telangana, India
Tel: + 91- 40-2337 5791, 2337 5793 e-mail : info@bnrul.com website : www.bnrul.com CIN: L67120AP1994PLC018841

Date: 24.09.2019

To,
BSE Limited
P. J. Towers, Dalal Street
Mumbai - 400 001

Dear Sir/ Madam,

Sub: 25th Annual General Meeting (AGM) and Voting Results- BNR UDYOG LIMITED
Ref: Scrip Code: 530809

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With reference to the subject cited, this is to inform the Exchange that 25th Annual General Meeting of BNR UDYOG LIMITED held on 24.09.2019 at 10.00 A.M.at "The Federation of Telangana Chambers of Commerce & Industry, Federation House, FAPCCI Marg, Red Hills, Hyderabad-500 004, Telangana".

In this regard, Please find enclosed the following-

(1) Summary of proceedings as required under Regulation 30, Part-A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I.**

(2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II.**

(3) Report of Scrutinizer dated September 24th , 2019 Pursuant to Section 108 of the Companies Act, 2013 andRule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**

The Voting Results of the 25thAnnual General Meeting ('AGM') is available on the Company's website: www.bnrul.com

This is for the kind information and records of the Exchange, please.

Thanking you.

Yours faithfully,
For BNR Udyog Limited

BNR UDYOG LIMITED HYD

Kamal Narayan Rathi
Managing Director
(DIN:00011549)

Encl: A/a.

Annexure – I

Summary of proceedings of the 25th Annual General Meeting:

The 25th Annual General Meeting (AGM) of the Members of BNR Udyog Limited ('the Company') was held on Tuesday, September 24th, , 2019 at 10.00 A.M (IST) at the Federation of Telangana Chambers of Commerce & Industry,Federation House, FAPCCI Marg, Red Hills, Hyderabad-500 004, Telangana. The Company Secretary requested all the Directors to grace the dais. Shri J Vikramdev Rao, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman delivered his speech and informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated August 14th , 2019, were transacted at the meeting.

1. Adoption of Financial Statements of the Company for the Financial Year ended March 31st , 2019 and the reports of the Boards' and Auditor's thereon.

2. To approve for continuation of current term of Mr. J.Vikramdev Rao (DIN: 00173556) as an Independent Non-Executive Director.

3. Re-appointment of Mr. Sandeep Rathi (DIN: 05261139) as Executive Director/CFO

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed M/s. S.S. Reddy & Associates, Practicing Company Secretaries as the Scrutinizer to supervise the e - voting and ballot voting process.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and records.

Thanking you,
Yours faithfully,
For BNR Udyog Limited

BNR UDYOG LIMITED HYD

Kamal Narayan Rathi
Managing Director
(DIN: 00011549)

Encl: A/a

BNR UDYOG LIMITED

B N R UDYOG LIMITED

Regd. Off: 6-3-650, 218, 2nd Floor, Maheshwari Chambers, Somajiguda, Hyderabad-500 082, Telangana, India
Tel: + 91- 40-2337 5791, 2337 5793 e-mail : info@bnrul.com website : www.bnrul.com CIN: L67120AP1994PLC018841

Annexure II

Date: 24.09.2019

To,

BSE Limited,
PhirozeJeejobhoy Towers,
Dalal Street,
Mumbai-400001

Dear Sir/Madam,

Sub: Voting Results of 25th Annual General Meeting.
Unit: BNR Udyog Limited - Scrip Code: 530809.
Ref : Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015.

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With reference to the captioned subject, please find enclosed details of voting results of at the 25thAnnual General Meeting of the Company held on 24th September, 2019 pursuant to regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015.

This is for the information of the records of the exchange please.

Thanking You.

Yours faithfully,
For BNR Udyog Limited

BNR UDYOG LIMITED HYD

Kamal Narayan Rathi
Managing Director
(DIN: 00011549)

Encl. A/a.

Annexure - II

Voting Results

	B N R UDYOG LIMITED
Date of the AGM/EGM	24-09-2019
Total number of shareholders on record date	1362
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 5 45
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

BNR UDYOG LIMITED HYD

Resolution No: 1
Resolution required: (Ordinary/ Special)ORDINARY - Approval of Financial Statements for the year ended 31.03.2019
Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	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 and Promoter Group	E-Voting	20,75,694	20,75,694	100.0000	20,75,694	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		20,75,694	100.0000	20,75,694	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	9,24,306	1,714	0.1854	365	1,349	21.2952	78.7047
	Poll		1,239	0.1340	1,239	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,953	0.3194	1,604	1,349	54.3176	45.6824
	Total	30,00,000	20,78,647	69.2882	20,77,298	1,349	99.9351	0.0649

BNR UDYOG LIMITED HYD

Resolution No: 2
Resolution required: (Ordinary/ Special): SPECIAL - To approve for continuation of current term of Mr. Vikramdev Rao DIN 00173556 as Independent non-executive Director
Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	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 and Promoter Group	E-Voting	20,75,694	20,75,694	100.0000	20,75,694	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		20,75,694	100.0000	20,75,694	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	9,24,306	1,714	0.1854	365	1,349	21.2952	78.7047
	Poll		1,239	0.1340	1,239	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,953	0.3194	1,604	1,349	54.3176	45.6824
	Total	30,00,000	20,78,647	69.2882	20,77,298	1,349	99.9351	0.0649

BNR UDYOG LIMITED HYD

Resolution No.3								
Resolution required: (Ordinary/ Special): SPECIAL - Re-appointment of Mr. Sandeep Rathi as Executive Director CFO								
Whether promoter/ promoter group are interested in the agenda/resolution: Yes								
Category	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 and Promoter Group	E-Voting	20,75,694	20,75,694	100.0000	20,75,694	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		20,75,694	100.0000	20,75,694	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	9,24,306	1,714	0.1854	365	1,349	21.2952	78.7047
	Poll		1,239	0.1340	1,239	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,953	0.3194	1,604	1,349	54.3176	45.6824
	Total	30,00,000	20,78,647	69.2882	20,77,298	1,349	99.9351	0.0649

BNR UDYOG

HYD

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014*]*

To,
The Chairman
BNR Udyog Limited
6-3-650, 218, 2nd floor,
Maheshwari Chambers,
Somajiguda, Hyderabad – 500082,
Telangana.

Subject: 25th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 24.09.2019 at 10.00 A.M. at The Federation of Telangana Chambers of Commerce & Industry, Federation House FAPCCI Marg, Red Hills, Hyderabad-500 004 (T.S.).

Dear Sir,

1. We, S.S. Reddy & Associates, appointed as Scrutiniser for the purpose of the poll and e-voting taken on the below mentioned resolution(s), at the 25th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 24.09.2019 at 10.00 A.M. at The Federation of Telangana Chambers of Commerce & Industry, Federation House FAPCCI Marg, Red Hills, Hyderabad-500 004 (T.S.), submit our report as under:

2. In compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by shareholders on the resolutions proposed in the Notice of the 25th Annual General Meeting, our responsibility as a scrutiniser is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render Consolidated Scrutiniser's Report of the total votes cast in favour or against if any, to Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Fintech Private Limited and the report generated electronically for voting by use of ballots at the meeting.

S. SARVESWAR REDDY
CP No. 7478
COMPANY SECRETARY

3. In accordance with the Notice of 25th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on 02/09/2017, the remote e-voting opened at 09.00 a.m on September 21st , 2019 and remained open up to 05.00 p.m on September 23, 2019.

4. The equity shareholders holding shares as on 17.09.2019, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 25th Annual General Meeting of the Company.

5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinised and initialled by the scrutiniser. The ballots were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinised for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company, the names of the shareholders who had voted through e-voting facility provided by Karvy Fintech Private Limited had been blocked and the ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.

6. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.

7. The votes on remote e-voting were unblocked at around 5: 06 P M, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy Fintech Private Limited (https://evoting.karvy.com/) and the same are being handed over to the Chairman.

8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

S. SARVESWAR REDDY
CP No. 7478
COMPANY SECRETARY

(a) **Resolution No.1 : Ordinary Resolution**

Approval of financial statements for the year ended 31.03.2019

(i) Voted in favour of the resolution:

Mode of Voting	**Number of Members Present and Voting (in presence or by Proxy)**	**Number of Votes cast by them**	**% of Total number of Valid Votes cast**
Remote e-voting	13	2076059	99.9351
Voting by Ballot	29	1239	99.9351
Total	**42**	**2077298**	**99.9351**

(ii) Voted against the resolution:

Mode of Voting	**Number of Members Present and Voting (in presence or by Proxy)**	**Number of Votes cast by them**	**% of Total number of Valid Votes cast**
Remote e-voting	2	1349	0.0649
Voting by Ballot	0	0	-
Total	**2**	**1349**	**0.0649**

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	**Total Number of Votes cast by them**
3	33

SARVESWAR REDDY
CP No. 7478
COMPANY SECRETARY

(b) **Resolution No.2: Special Resolution**

To approve for continuation of current term of Mr. J. Vikramdev Rao (DIN: 00173556) as an Independent non-executive director

(ii) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	13	2076059	99.9351
Voting by Ballot	29	1239	99.9351
Total	**42**	**2077298**	**99.9351**

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	1349	0.0649
Voting by Ballot	-	-	
Total	**2**	**1349**	**0.0649**

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
3	33

S. SARVESWAR REDDY
CP No. 7478
COMPANY SECRETARY

(c) **Resolution No. 3: Special Resolution**

Re-appointment of Mr. Sandeep Rathi as Executive Director/CFO

(iii) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	13	2076059	99.9351
Voting by Ballot	29	1239	99.9351
Total	**42**	**2077298**	**99.9351**

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	1349	0.0649
Voting by Ballot	-	-	-
Total	**2**	**1349**	**0.0649**

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
3	33

S. SARVESWAR REDDY
CP NO. 7478
COMPANY SECRETARY

9. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

For S. S. Reddy & Associates

S. SARVESWAR REDDY
CP No. 7478
COMPANY SECRETARY

S. Sarveswar Reddy
Practicing Company Secretaries
Scrutinizer for E- Voting Process
CP No.7478

Place: Hyderabad
Date: 24.09.2019