



BNR UDYOG LIMITED

Regd. Off: 6-3-650, 218, 2nd Floor, Maheshwari Chambers, Somajiguda, Hyderabad-500 082, Telangana, India.
Tel: +91-40-23375791, 23375793 e-mail: info@bnrul.com website: www.bnrul.com CIN : L67120TG1994PLC018841

Date: 30.08.2022

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

Dear Sir/ Madam,

Sub: 28th Annual General Meeting (AGM) and Voting Results – BNR Udyog Limited

Ref: Scrip Code: 530809

With reference to the subject cited above, this is to inform the Exchange that 28th Annual General Meeting of BNR Udyog Limited was held on 30.08.2022 at 10.00 A.M. through video conference.

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 August 30, 2022 Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III**.

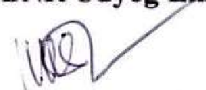
The Voting Results of the 28th Annual General Meeting ('AGM') is available on the company's website: www.bnrul.com

The Meeting concluded at 10.47 A.M (Including the Voting period)

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

Thanking you.

**Yours faithfully,
For BNR Udyog Limited,**


**Kamal Narayan Rathi
Managing Director
(DIN: 00011549)**





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Date: 30.08.2022

To,
BSE Limited,
Phiroze Jeejobhoy Towers,
Dalal Street,
Mumbai-400001.

Dear Sir/Madam,

Sub: Voting Results of Annual General Meeting

Unit: BNR Udyog Limited

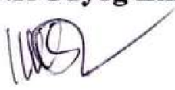
Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015.

With reference to the captioned subject, please find enclosed details of voting results at the 28th Annual General Meeting of the company held on 30th August, 2022 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**


**Kamal Narayan Rathi
Managing Director
(DIN: 00011549)**





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Annexure – 1

To

**BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400001**

Dear Sir/ Madam,

Sub: Summary of Proceedings of 28th Annual General Meeting held on 30.08.2022 as required under Regulation 30, PART –A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

Ref: BSE: (Scrip Code: 530809 – BNR Udyog Limited)

Summary of proceedings of the 28th Annual General Meeting:

The 28th Annual General Meeting (AGM) of the Members of BNR Udyog Limited ('the Company') held on Tuesday, August 30, 2022 at 10.00 A.M (IST) through Video conference /Other audio-visual means, in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (SEBI) in this regard and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Directors and KMP present (all present through VC):

S. No	Name	Designation
01	Mr. Kamal Narayan Rathi	Managing Director
02	Mr. Janampalli Vikramdev Rao	Independent Director
03	Ms. Burli Priyadarshini	Independent Director
04	Mr. Sandeep Rathi	Executive Director Cum CFO
05	Ms. Sonal Agarwal	Company Secretary & Compliance Officer

Other Invitees in attendance (all present through VC):

S. No	Name	Designation
01	Mr. Prem Chander	M/s Laxminiwas & Co (Statutory Auditors)
02	Mr. Girdharilal Toshniwal	M/s. P P KG & Co. (Internal Auditors)
03	S. Sarveswar Reddy	M/s. S.S. Reddy & Associates (Scrutiniser and Secretarial Auditor)





BNR UDYOG LIMITED

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Quorum of the meeting:

A total of 38 members attended the meeting through VC.

The meeting commenced at 10.00 A.M. (IST) and concluded at 10.47 A.M. (IST) (including time allowed for e- voting at AGM).

Proceedings of the Meeting:

Ms. Sonal Agarwal, Company Secretary has initialed the process of meeting with a welcome to the members of the Company and introduced the Chairman and other members of the Board to the 28th Annual General Meeting held through Video conference. Also introduced Statutory Auditors and Secretarial Auditor to the Annual General Meeting held through video conference.

Mr. J Vikramdev Rao, Independent Director of the company chaired the meeting. The Chairman extended a warm welcome to all members, auditors and other invitees who joined the meeting through VC. He confirmed that the Company had taken all feasible efforts under the current circumstances to enable members to participate through VC and vote on the items being considered for the meeting.

After ascertaining that the requisite quorum was present, the Chairman called the meeting to order.

The Chairman's address to the members brief highlights on the financial performance of the Company during the financial year ended March 31, 2022.

The Chairman thereafter took the Notice of AGM, and Board's Report as read. The Company Secretary proceeded with the agenda and informed the members about the procedure to followed for voting during the AGM, then read out the following items of business, as per the Notice of AGM:

Sr. No.	Description of Resolutions	Type of resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 st March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.	Ordinary
2.	To appoint a director in place of Mr. Sandeep Rathi (DIN: 05261139) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3.	Re-appointment of M/s. Laxminiwas & Co., Chartered Accountants as the Statutory Auditors of the company	Ordinary
Special Business		
4	Re-appointment of Mr. Sandeep Rathi as Executive Director.	Special
5	Re-appointment of Mr. Kamal Narayan Rathi as Managing Director.	Special





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Since, all the Resolutions have been already put to vote through remote e-voting, there was no proposing and seconding of the Resolutions and no voting by show of hands. Members were then provided with a facility to ask questions or express their views through VC.

Clarifications were provided to the queries raised by the members by Mr. Kamal Narayan Rathi Managing Director of the Company.

The Chairman thanked all the members for their queries and views and then announced opening of insta-poll for the members who had not already cast their vote by means of remote e-voting, which was made available for fifteen minutes.

M/s. S.S. Reddy & Associates was appointed as the Scrutinizer to supervise the e-voting process and the Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company. The details of the voting results (remote e-voting and e-voting at the AGM through insta-poll) on all the resolutions as set out in the Notice of AGM along with the Scrutinizer's Report will be disseminated to the exchanges and will be placed on the Company's website, in due course.

The Meeting was concluded by Mr. Sandeep Rathi, Executive Director and CFO by vote of thanks.

Thanking You.

**Yours faithfully,
For BNR Udyog Limited**

**Kamal Narayan Rathi
Managing Director
(DIN: 00011549)**



General information about company	
Scrip code	530809
NSE Symbol	Not Listed
MSEI Symbol	Not Listed
ISIN	INE355C01016
Name of the company	BNR Udyog Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-08-2022
Start time of the meeting	10:00 AM
End time of the meeting	10:47 AM



Scrutinizer Details	
Name of the Scrutinizer	S Sarveswar Reddy
Firms Name	S S Reddy & Associates
Qualification	CS
Membership Number	12611
Date of Board Meeting in which appointed	03-08-2022
Date of Issuance of Report to the company	30-08-2022



Voting results	
Record date	23-08-2022
Total number of shareholders on record date	1418
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	33
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval of Financial Statements for the year ended 31.03.2022					
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	2163696	2163696	100	2163696	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2163696	2163696	100	2163696	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	836304	86882	10.3888	86881	1	99.9988	0.0012
	Poll		13904	1.6626	13902	2	99.9856	0.0144
	Postal Ballot (if applicable)							
	Total	836304	100786	12.0514	100783	3	99.997	0.003
Total		3000000	2264482	75.4827	2264479	3	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Re-appointment of Mr. Sandeep Rathi (holding DIN05261139) as Director who retires by rotation and being eligible, offers himself for re-appointment					
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	2163696	2163696	100	2163696	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2163696	2163696	100	2163696	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	836304	86882	10.3888	86881	1	99.9988	0.0012
	Poll		13904	1.6626	13902	2	99.9856	0.0144
	Postal Ballot (if applicable)							
	Total	836304	100786	12.0514	100783	3	99.997	0.003
Total		3000000	2264482	75.4827	2264479	3	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of M/s. Laxminiwas Co., Chartered Accountants as the Statutory Auditors of the company.				
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	2163696	2163696	100	2163696	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2163696	2163696	100	2163696	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	836304	86882	10.3888	86881	1	99.9988	0.0012
	Poll		13904	1.6626	13902	2	99.9856	0.0144
	Postal Ballot (if applicable)							
	Total	836304	100786	12.0514	100783	3	99.997	0.003
Total		3000000	2264482	75.4827	2264479	3	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Sandeep Rathi as Executive Director.				
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	2163696	2163696	100	2163696	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2163696	2163696	100	2163696	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	836304	86882	10.3888	86881	1	99.9988	0.0012
	Poll		13904	1.6626	13902	2	99.9856	0.0144
	Postal Ballot (if applicable)							
	Total	836304	100786	12.0514	100783	3	99.997	0.003
Total		3000000	2264482	75.4827	2264479	3	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Kamal Narayan Rathi as Managing Director.				
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	2163696	2163696	100	2163696	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2163696	2163696	100	2163696	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	836304	86882	10.3888	86881	1	99.9988	0.0012
	Poll		13904	1.6626	13902	2	99.9856	0.0144
	Postal Ballot (if applicable)							
	Total	836304	100786	12.0514	100783	3	99.997	0.003
Total		3000000	2264482	75.4827	2264479	3	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Voting Results	
Item	Result
1. Approval of the Annual Report for the year ended 31st March 2022	Approved
2. Dividend	Approved
3. Appointment of Directors	Approved
4. Appointment of Auditors	Approved
5. Other Business	Not Discussed



S.S. Reddy & Associates

Practicing Company Secretaries

FORM NO. MGT-13

Report of Scrutinizer(s)

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

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

Subject: 28th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 30.08.2022 at 10.00 A.M. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

Dear Sir,

1. I, S. Sarveswar Reddy, Practicing Company Secretary (proprietor of M/s S.S. Reddy & Associates) having office at Plot No. 8-2-603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10, Beside No. 1 News Channel office, Hyderabad - 500034 appointed as Scrutiniser for the purpose of the scrutinising e-voting process (e-voting) and electronic voting (e-voting) during Annual General Meeting pursuant to section 108 of Companies Act 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules 2014 and (Amendment Rules 2015) in respect of the below mentioned resolution(s), proposed at the 28th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 30.08.2022 at 10.00 A.M. through Video conference, submit our report as under:
2. In compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the 28th Annual General Meeting of the Company. Our responsibility as a scrutiniser is to ensure that the voting process both through e-voting and by electronic voting (e-voting) at the AGM 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

Plot No. 8-2-603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit,
Banjara Hills, Road No. 10, Beside No. 1 News Channel office,
Hyderabad - 500034. Mobile: 9866253999 E-mail: ssrfcs@gmail.com

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reports generated from the electronic voting prior to the AGM (e-voting) and voting at AGM by electronic means (e-voting) system provided by KFIN Technologies Limited.

3. In accordance with the Notice of 28th 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), the e-voting opened at 09.00 a.m. on August 27, 2022 and remained open up to 05.00 p.m. on August 29, 2022.
4. The equity shareholders holding shares as on August 22, 2022, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 28th Annual General Meeting of the Company.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through Video conference voted through e-voting facility provided by Kfin Technologies Limited.
6. The e-voting results were unblocked at 5.14 p.m. on 29.08.2022 and the votes cast through e-voting at the AGM were unblocked 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 Kfin Technologies Limited (<https://evoting.karvy.com/>) were scrutinised and reviewed, the votes were counted and results were prepared accordingly.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

(a) Resolution No.1: Ordinary Resolution

Approval of financial statements for the year ended 31.03.2022

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	19	2250577	99.38
Electronic voting (e-voting at the AGM)	22	13902	0.62
Total	41	2264479	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	1	1	0
Electronic voting (e-voting at the AGM)	1	2	0
Total	2	3	0

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

(b) Resolution No.3: Ordinary Resolution

To appoint a director in place of Mr. Sandeep Rathi (Holding DIN: 05261139), who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	19	2250577	99.38
Electronic voting (e-voting at the AGM)	22	13902	0.62
Total	41	2264479	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
e-voting	1	1	0
Electronic voting (e-voting at the AGM)	1	2	0
Total	2	3	0

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

(c) Resolution No.3: Ordinary Resolution

Re-appointment of M/s. Laxminiwas & Co., Chartered Accountants as the Statutory Auditors of the company

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	19	2250577	99.38
Electronic voting (e-voting at the AGM)	22	13902	0.62
Total	41	2264479	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
e-voting	1	1	0
Electronic voting (e-voting at the AGM)	1	2	0
Total	2	3	0

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

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(d) Resolution No.4: Special Resolution

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

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	19	2250577	99.38
Electronic voting (e-voting at the AGM)	22	13902	0.62
Total	41	2264479	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
e-voting	1	1	0
Electronic voting (e-voting at the AGM)	1	2	0
Total	2	3	0

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

(e) Resolution No.5: Special Resolution

Re-appointment of Mr. Kamal Narayan Rathi as Managing Director.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	19	2250577	99.38
Electronic voting (e-voting at the AGM)	22	13902	0.62
Total	41	2264479	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
e-voting	1	1	0
Electronic voting (e-voting at the AGM)	1	2	0
Total	2	3	0

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

8. A list of Equity Shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-Voting and E-Voting at the AGM) has been handed over to the Company.
9. All the Electronic data and all other relevant records of voting were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

Place: Hyderabad
Date: 30.08.2022

For S. S. Reddy & Associates

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REDDY
SANIVARAPU

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SANIVARAPU
Date: 2022.08.30
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S. Sarveswar Reddy
Practicing Company Secretary
Scrutinizer for E- Voting Process
M. No. 12611; CP No.7478
UDIN: A012611D000878289