



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

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

Date: 12.09.2023

Dear Sir/ Madam,

Sub: Outcome of 29th Annual General Meeting held on 12.09.2023

Unit: BNR Udyog Limited (Scrip Code: 530809)

With reference to the subject cited above, this is to inform the Exchange that 29th Annual General Meeting of BNR Udyog Limited held on Tuesday, 12.09.2023 at 10.00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

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 pursuant to Sec. 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure – III**.

The Meeting concluded at 10.40 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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Annexure – 1

To

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

Dear Sir/ Madam,

Sub: Summary of Proceedings of 29th Annual General Meeting held on 12.09.2023 as required under Regulation 30, PART –A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

Unit: BNR Udyog Limited (Scrip Code: 530809)

Summary of proceedings of the 29th Annual General Meeting:

The 29th Annual General Meeting (AGM) of the Members of BNR Udyog Limited ('the Company') held on Tuesday, September 12, 2023 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	S. Sarveswar Reddy	M/s. S.S. Reddy & Associates (Scrutiniser and Secretarial Auditor)



Quorum of the meeting:

A total of 28 members attended the meeting through VC.

The meeting commenced at 10.00 A.M. (IST) and concluded at 10.40 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 29th 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, 2023.

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, 2023, 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

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.





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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	
MSEI Symbol	
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)	12-09-2023
Start time of the meeting	10:00 AM
End time of the meeting	10:40 AM

Scrutinizer Details	
Name of the Scrutinizer	S. Sarveswar Reddy
Firms Name	S.S. Reddy Associates
Qualification	CS
Membership Number	12619
Date of Board Meeting in which appointed	28-07-2023
Date of Issuance of Report to the company	12-09-2023

Voting results	
Record date	05-09-2023
Total number of shareholders on record date	1563
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	23
No. of resolution passed in the meeting	2
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				To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2023, 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.				
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	114390	13.678	83385	31005	72.8954	27.1046
	Poll		1104	0.132	1102	2	99.8188	0.1812
	Postal Ballot (if applicable)							
	Total	836304	115494	13.81	84487	31007	73.1527	26.8473
Total		3000000	2279190	75.973	2248183	31007	98.6396	1.3604
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?				No				
Description of resolution considered				To appoint a director in place of Mr. Sandeep Rathi (DIN: 05261139) 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	114390	13.678	83385	31005	72.8954	27.1046
	Poll		1104	0.132	1102	2	99.8188	0.1812
	Postal Ballot (if applicable)							
	Total	836304	115494	13.81	84487	31007	73.1527	26.8473
Total		3000000	2279190	75.973	2248183	31007	98.6396	1.3604
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	



S.S. Reddy & Associates

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FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 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,
Telangana, 500082.

Subject: 29th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 12.09.2023 at 10.00 A.M. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

We S.S Reddy & Associates were appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through electronic voting system (“Insta poll”) at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolution contained in the Notice of 29th Annual General Meeting of the Equity Shareholders dated 28.07.2023. Our responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer’s Report of the votes cast “in favor” and/or “against” the resolution stated in the notice of the AGM, based on the report generated from e-voting system



S.S. Reddy & Associates

Practicing Company Secretaries

provided by KFin Technologies Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM (“Insta poll”).

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Saturday, September 09, 2023 up to 5.00 p.m. Monday, September 11, 2023.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2021 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 10/2021 and 03/2022 issued by Ministry of Corporate Affairs and Circular dated 13th May, 2022 read with Circular dated 12th May, 2020 and 15th January, 2021 issued by the Securities and Exchange Board of India (collectively referred to as “Circulars”).
3. The voting rights were reckoned as on Friday, September 05, 2023 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 12, 2023 at 10:40 A.M. in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by KFin Technologies Limited.
6. Voting for shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Limited had been blocked at the AGM and only those members who were present at the AGM through VC and had not cast their vote through remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by KFin Technologies Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



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(a) Resolution No.1 (Ordinary Resolution)

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2023, 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.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	36	2247081	98.59
Electronic voting (e-voting at the AGM)	5	1102	0.05
Total	41	2248183	98.64

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	2	31005	1.36
Electronic voting (e-voting at the AGM)	1	2	0
Total	3	31007	1.36

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the AGM)	-	-
Total	-	-

The above Ordinary Resolution as contained in the notice of the Annual General Meeting of the Company for the financial year 2023-24 has been passed with the requisite majority.



S.S. Reddy & Associates

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(b) Resolution No.2 (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	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	36	2247081	98.59
Electronic voting (e-voting at the AGM)	5	1102	0.05
Total	41	2248183	98.64

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	2	31005	1.36
Electronic voting (e-voting at the AGM)	1	2	0
Total	3	31007	1.36

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the AGM)	-	-
Total	-	-

The above Ordinary Resolution as contained in the notice of the Annual General Meeting of the Company for the financial year 2023-24 has been passed with the requisite majority.



S.S. Reddy & Associates

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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 Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting.

For S.S Reddy & Associates

Place: Hyderabad

Date: 12.09.2023

S. Sarveswar Reddy

Practicing Company Secretaries

M. No. 12619; CP No.7478

UDIN: F012619E000991399

Peer Review Cer. No.: 1450/2021