



# 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

Date: 09-Mar-2023

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

Dear Sir/ Madam,

**Sub: Outcome of 1<sup>st</sup> Extra-Ordinary General Meeting for FY 2022-23 held on 09-Mar-2023**

**Unit: BNR Udyog Limited (BSE: Scrip Code: 530809)**

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With reference to the subject cited, this is to inform the Exchange that the 01<sup>st</sup> Extra-Ordinary General Meeting of BNR Udyog Limited for the Financial Year 2022-23 held on Thursday 09-Mar-2023 commenced at 10:00 a.m. concluded at 10:30 a.m. (including the e-Voting period) 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, 2015 as **Annexure – I.**
2. Voting Results of the business transacted at the EGM held on Thursday, 09.03.2023 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 10:30 a.m. (including the voting period).

This is for the information and records of the Exchange.

Thanking you

**Yours faithfully,  
For BNR Udyog Limited**



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

Encl: as above



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Annexure - I

To,

Date: 09-Mar-2023

The Manager  
BSE Limited  
P. J. Towers, Dalal Street  
Mumbai-400001.

Dear Sir/ Madam,

**Sub: Summary of proceedings of 01<sup>st</sup> Extra-Ordinary General Meeting for FY 2022-23 held on 09-Mar-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 (BSE: Scrip Code: 530809)**

## Summary of proceedings of the 01<sup>st</sup> Extra-Ordinary General Meeting for FY 2022-23:

The Extra-Ordinary General Meeting (“EGM”) of the members of BNR Udyog Limited (“the Company”) was held on Thursday, 09-Mar-2023 at 10.00 A.M. (IST) through video conferencing and other audio-visual means (“VC”). The meeting was held 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 KMPs 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. Bharadwaj Turlapati	Independent Director
05	Mr. Sandeep Rathi	Executive Director & CFO
06	Ms. Sonal Agarwal	Company Secretary & Compliance Officer

## Other Invitees in attendance (all present through VC):

S. No	Name	Designation
1.	Mr. S. Sarveswar Reddy	M/s. S.S. Reddy & Associates (Scrutinizer and Secretarial Auditor)





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## 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 10:30 A.M. (IST) (including additional time allowed for e- voting at EGM).

## 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 Extra-Ordinary General Meeting held through Video conference. Also introduced Secretarial Auditor to the Extra- Ordinary 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 thereafter took the Notice of EGM as read. The Company Secretary proceeded with the agenda and informed the members about the procedure to followed for voting during the EGM, then read out the following item of business, as per the Notice of EGM:

Sr. No.	Description of Resolution	Type of resolution
<b>Special Business</b>		
1.	To consider and approve the sale of first and second floors occupied by tenants of building premises of the company situated at 5-2-993/F/1 & 5-2-993/F/2, Nizamshahi Road, Hyderabad-500095, Telangana.	Special

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 exchange and place the same on the website of the Company. The details of the voting results (remote e-voting and e-voting at the EGM through insta-poll) on all the resolutions as set out in the Notice of EGM along with





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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)**



<b>General information about company</b>	
Scrip code	530809
NSE Symbol	
MSEI Symbol	
ISIN	INE355C01016
Name of the company	BNR Udyog Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	09-03-2023
Start time of the meeting	10:00 AM
End time of the meeting	10:30 AM

<b>Scrutinizer Details</b>	
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	31-01-2023
Date of Issuance of Report to the company	09-03-2023

<b>Voting results</b>	
Record date	02-03-2023
Total number of shareholders on record date	1353
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	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the sale of first and second floors occupied by tenants of building premises of the company situated at 5-2-993/F/1 & 5-2-993/F/2, Nizamshahi Road, Hyderabad-500095, Telangana.				
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
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	836304	111582	13.3423	80529	31053	72.1702	27.8298
	Poll		9500	1.136	9500	0	100	0
	Postal Ballot (if applicable)							
	Total		836304	121082	14.4782	90029	31053	74.3537
Total		3000000	2284778	76.1593	2253725	31053	98.6409	1.3591
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





# S.S. Reddy & Associates Practicing Company Secretaries

## 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.

Dear Sir,

**Sub: Scrutiniser Report for 1<sup>st</sup> Extra Ordinary General Meeting for FY 2022-23 of the Shareholders of BNR Udyog Limited held on Thursday, 09.03.2023 at 10.00 A.M (IST) through video conferencing (VC) / Other Audio-Visual Means (OAVM)**

I, S. Sarveswar Reddy, Practicing Company Secretary was 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 and
- (ii) Voting through electronic voting system (“Instapoll”) at the EGM.

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 EGM through VC/OAVM and voting by electronic means for the resolution contained in the Notice of Extra Ordinary General Meeting of the Shareholders dated 31-01-2023. My 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 resolutions stated in the notice of the EGM, based on the report generated from e-voting system 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 EGM (“Instapoll”).

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 9866253999E-mail: [ssrfcs@gmail.com](mailto:ssrfcs@gmail.com)



# S.S. Reddy & Associates Practicing Company Secretaries

I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Monday, 06-Mar-2023 up to 5.00 p.m. Wednesday, 08-Mar-2023.
2. The Notice of the Extra Ordinary General Meeting was sent to the shareholders on 03-Jan-2023 and the Advertisement was published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014.
3. The Notice of Extra Ordinary 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 15<sup>th</sup> January, 2021 read with Circular dated 13<sup>th</sup> May, 2022 read with Circular dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021 issued by the Securities and Exchange Board of India (collectively referred to as "Circulars").
4. The voting rights were reckoned as on Thursday, 02-Mar-2023 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. After the conclusion of the Extra Ordinary General Meeting, the votes cast through remote e-voting were unblocked on 09-Mar-2023 in the presence of two witnesses.
6. After the Chairman put the resolution in the notice of the EGM to vote, the shareholders present at the EGM through VC cast their respective votes through e-voting facility provided by Kfin Technologies Limited.
7. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by Kfin Technologies Limited had been blocked and only those members who were present at the EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
8. Based on the data provided by Kfin Technologies Limited e-voting system, the total votes cast in favour or against all the resolution proposed in the Notice of the EGM is as under:



# S.S. Reddy & Associates Practicing Company Secretaries

a) Resolution No. 1:

**TO CONSIDER AND APPROVE THE SALE OF FIRST AND SECOND FLOORS OCCUPIED BY TENANTS OF BUILDING PREMISES OF THE COMPANY SITUATED AT 5-2-993/F/1 & 5-2-993/F/2, NIZAMSHAHI ROAD, HYDERABAD-500095, TELANGANA.**

(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	20	22,44,225	98.225
Electronic voting (e-voting at the EGM)	15	9,500	0.415
<b>Total</b>	<b>35</b>	<b>22,53,725</b>	<b>98.64</b>

(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	3	31,053	1.36
Electronic voting (e-voting at the EGM)	0	0	0
<b>Total</b>	<b>3</b>	<b>31,053</b>	<b>1.36</b>

(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 EGM)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



# **S.S. Reddy & Associates**

## **Practicing Company Secretaries**

9. A list of Equity Shareholders who voted “FOR” and “AGAINST” the resolution (Both through Remote E-Voting and E-Voting at the EGM) has been handed over to the Company.
10. 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 Extra Ordinary General Meeting.

**For S. S. Reddy & Associates**

**Place: Hyderabad**

**Date: 09.03.2023**

**S. Sarveswar Reddy**

**Practicing Company Secretary**

**M. No. 12611; CP No.7478**

**UDIN: A012611D003251979**