

**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

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

To,  
Shri Ashok Kumar Gupta  
Chairman  
M/s Banaras Beads Ltd.  
A-1, Industrial Estate  
Varanasi-221106

34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Banaras Beads Limited.  
Held on 17.07.2014 at Registered office of the company at A-1, Industrial Estate, Varanasi.

Dear Sir,

I, Ajay Jaiswal, Practicing Company Secretary (Membership No. 5112) Varanasi, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, held on 17.07.2014 at Registered office at A-1, Industrial estate, Varanasi, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Shri Ashok Kumar Gupta ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorization/proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**(a) Resolution/Item No.1 - Adoption of Accounts for F.Y. 2013-14**

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
Total	38	1110450 - 16.73 %

(ii) Voted against the resolution : Nil

Number of members	Number of voted cast by	Number of shares and % of
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present and voting (in person or by proxy)	them	total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

(b) Resolution/Item No.2 - Declaration of Dividend for F.Y. 2013-14

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
Total	38	1110450 - 16.73 %

(ii) Voted against the resolution : Nil

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

(c) Resolution/Item No.3 - Re-appointment of Director

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
Total	38	1110450 - 16.73 %



(ii) Voted against the resolution : Nil

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

(d) Resolution/Item No.4 - Appointment of Statutory Auditor

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
Total	38	1110450 - 16.73 %

(ii) Voted against the resolution : Nil

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

(e) Resolution/Item No.5 - To ratify remuneration of Cost Auditor

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
Total	38	1110450 - 16.73 %



(ii) Voted against the resolution : Nil

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

(f) Resolution/Item No.6 - Re-appointment of Shri Ashok Kumar Gupta as Managing Director

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
<b>Total</b>	<b>38</b>	<b>1110450 - 16.73 %</b>

(ii) Voted against the resolution : Nil

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

(ii) Resolution/Item No.7 - Change Designation of Shri Siddharth Gupta from Executive Director to CEO & Managing Director

(i) Voted in favor of the resolution :

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast



- Person - 23	23	1098950 - 16.56%
- Proxy - 15	15	11500 - 0.17 %
Total	38	1110450 - 16.73 %

(ii) Voted against the resolution : Nil

Number of members present and voting (in person or by proxy)	Number of voted cast by them	Number of shares and % of total number of valid votes cast
- NIL	NIL	NIL
- NIL	NIL	NIL

(iii) Invalid Votes : Nil

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Number of voted cast by them
- NIL	NIL
- NIL	NIL

- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking You,

Yours faithfully,



(Ajay Jaiswal)  
Practicing Company Secretary, Varanasi  
(Membership No. 5112)

Place : Varanasi  
Date: 22.07.2014

To,  
Shri Ashok Kumar Gupta  
Chairman  
M/s Banaras Beads Ltd.  
A-1, Industrial Estate  
Varanasi-221106

**Sub.: E-voting report in the matter of 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Banaras Beads Limited to be held on 17.07.2014**

Dear Sir,

I, Ajay Jaiswal, Practicing Company Secretary (Membership No. 5112) Varanasi, appointed as Scrutinizer for the purpose of the e-voting for Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, to be held on 17.07.2014 at Registered Office at A-1, Industrial Estate, Varanasi. The e-voting was opened on 11.07.2014 and closed on 13.07.2014. The result of e-voting is under-

No.	Item No.	No. of Shareholder e-voting	Number of shares	Voted in favour of resolution/items	Voted against the resolution/items	Invalid vote
1.	Adoption of Accounts for F.Y. 2013-14	25	3997666	25	NIL	NIL
2.	Declaration of Dividend for F.Y. 2013-14	25	3997666	25	NIL	NIL
3.	Re-appointment of Director	25	3997666	25	NIL	NIL
4.	Appointment of Statutory Auditor	25	3997666	25	NIL	NIL
5.	To ratify remuneration of Cost Auditor	25	3997666	25	NIL	NIL
6.	Re-appointment of Shri Ashok Kumar Gupta as Managing Director	25	3997666	25	NIL	NIL
7.	Change Designation of Shri Siddharth Gupta from Executive Director to CEO & Managing Director	25	3997666	25	NIL	NIL

The details of e-voting are attached herewith for reference.

Thanking You,

Yours faithfully,

  
(Ajay Jaiswal)  
Practicing Company Secretary, Varanasi  
(Membership No. 5112)

Place : Varanasi  
Date: 15.07.2014



To,  
 Shri Ashok Kumar Gupta  
 Chairman  
 M/s Banaras Beads Limited  
 A-1, Industrial Estate,  
 Varanasi-221106

**Sub.: Result of 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
 Banaras Beads Limited held on 17.07.2014**

Dear Sir,

I, Ajay Jaiswal, Practicing Company Secretary (Membership No. 5112) Varanasi, appointed as Scrutinizer for the purpose of the e-voting and poll for Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, held on 17.07.2014 at Registered office at A-1, Industrial Estate, Varanasi and submit result as under-

No.	Item No.	Voting	Members /Proxy	Number of shares	%	Voted in favour	Voted against	Invalid vote
1.	Adoption of Accounts for F.Y. 2013-14	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		
2.	Declaration of Dividend for F.Y. 2013-14	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		
3.	Re-appointment of Director	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		
4.	Appointment of Statutory Auditor	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		
5.	To ratify remuneration of Cost Auditor	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		
6.	Re-appointment of Shri Ashok Kumar Gupta as Managing Director	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		
7.	Change Designation of Shri Siddharth Gupta from Executive Director to CEO & Managing Director	<i>Electronically</i>	25	3997666	60.24	25	NIL	NIL
		<i>Poll -</i>	38	1110450	16.73	38	NIL	NIL
		<i>Total</i>	63	5108116	76.97	63		

Further 43 members present in person (including 20 members have e-voted and 23 by poll) and 15 members present through proxy.

Thanking You,

Yours faithfully,

(Ajay Jaiswal)  
 Practicing Company Secretary, Varanasi  
 (Membership No. 5112)

Place : Varanasi  
 Date: 17.07.2014