



B.N.Rathi Securities Ltd.

CIN : L65993TG1985PLC005838
Corporate Member : NSE / BSE / MCX
Depository Participant of Central Depository Service (I) Ltd.

REGISTERED OFFICE : # 6-3-652, IV Floor, "Kautilya"
Amrutha Estates, Somajiguda, Hyderabad - 500 082
Tel. : 040 - 40527777, 40727777, Fax : 040-40526283
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To,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001
(BSE Scrip Code: 523019)

Date: 25.10.2023

Dear Sir/ Madam,

Sub: Outcome of 1st Extraordinary General Meeting (EGM) and Voting Results for FY 2023-24.

Unit: B.N. RATHI SECURITIES LIMITED.

With reference to the subject cited above, this is to inform the Exchanges that 1st Extraordinary General Meeting of B.N. Rathi Securities Limited for FY 2023-24 was held on Wednesday, 25.10.2023 at 04.00 P.M. (IST) through video conference or other audio-visual means.

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

As per the Scrutinizer Report, it is understood that the Special Resolutions for proposal of preferential issue of 18,50,000 convertible warrants were approved by the shareholders with the requisite majority.

The Meeting concluded at 4: 27 P.M. (IST)

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

Thanking you.

Yours faithfully

For B.N. Rathi Securities Limited



Sabitha Reddy
Company Secretary and Compliance Officer



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ANNEXURE - 1

To,

Date: 25.10.2023

BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001
(BSE Scrip Code: 543389)

Dear Sir/ Madam,

Sub: Proceedings of 1st Extraordinary General Meeting for FY 2023-24 held on Wednesday, 25.10.2023 at 4.00 P.M. held through video conference or other audio-visual means as required under Regulation 30, PART – A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015

Unit: B.N. Rathi Securities Limited

Summary of proceedings of the Extraordinary General Meeting:

The 1st Extraordinary General Meeting (EGM) for FY 2023-24 of the Members of B.N. Rathi Securities Limited ('the Company') was held on Wednesday, 25.10.2023 at 4.00 P.M. (IST) through video conference or other audio-visual means.

Directors and KMP present

Sl. No	Name	Designation
1.	Mr. Laxminiwas Sharma	Chairman & Independent Director
2.	Mr. Chetan Rathi	Whole-Time Director
3.	Mr. Hari Narayan Rathi	Managing Director
4.	Mrs. Shanti Sree Bolleni	Independent Director
5.	Mr. Harishchandra Prasad Kanuri	Independent Director

Other Invitees in attendance:

S. No	Name	Designation
1	Ms. Sabitha Reddy	Company Secretary & Compliance Officer
2	Mr. Sarveswar Reddy	Scrutinizer





Quorum of the Meeting:

A total of 61 members attended the meeting.

The meeting commenced at 4.00 PM (IST) and concluded at 4:27 PM (IST).

Ms. Sabitha Reddy, Company Secretary and Compliance Officer has initiated the process of meeting with a welcome to the members of the Company and the Board of Directors and CFO of the Company.

The requisite quorum being present, the Company secretary, with the permission of the Chair commenced the meeting 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 EGM and had not cast their votes electronically were provided an opportunity to vote electronically at the EGM.

The Company Secretary proceeded with the agenda and informed the members about the procedure to be followed for e-voting at the EGM.

The Board of Directors had appointed Mr. S. Sarveswar Reddy , Practicing Company Secretary as the Scrutinizer to scrutinize the process for remote e-voting & e-voting at EGM.

The Company Secretary read the agenda items for the information of members.

Special Business:

1. To issue convertible warrants on preferential basis to certain identified non-promoter persons/entities.

Since, the Resolutions had 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. The members, who had registered as speakers, were then invited to speak / ask questions or express their views. The queries raised by members related to the preferential issue were all satisfactorily answered by the management.

The Company Secretary then announced opening of e-voting (poll) for the members who had not already cast their vote by means of remote e-voting, which was made available for fifteen minutes after the conclusion of the Meeting.

The details of the voting results (remote e-voting and e-voting at the EGM) on all the resolutions as set out in the Notice of EGM 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 concluded at 4:27 P.M.

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

Thanking you.

Yours sincerely

For B.N. Rathi Securities Limited



Sabitha Reddy

Company Secretary and Compliance Officer

ANNEXURE-11

General information about company	
Scrip code	523019
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE710D01010
Name of the company	B.N.RATHI SECURITIES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-10-2023
Start time of the meeting	04:00 PM
End time of the meeting	04:27 PM



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	27-09-2023
Date of Issuance of Report to the company	25-10-2023



Voting results	
Record date	18-10-2023
Total number of shareholders on record date	5647
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	4
b) Public	57
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				SPECIAL - ISSUE OF 18,50,000 SHARE WARRANTS, CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO CERTAIN IDENTIFIED NON-PROMOTER PERSONS.				
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	4880298	4880298	100	4880298	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		4880298	4880298	100	4880298	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3519702	403520	11.4646	273740	129780	67.838	32.162
	Poll		177655	5.0474	177655	0	100	0
	Postal Ballot (if applicable)							
	Total		3519702	581175	16.5121	451395	129780	77.6694
Total		8400000	5461473	65.0175	5331693	129780	97.6237	2.3763
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

Practicing Company Secretaries

FORMNO.MGT-13

Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Meeting
M/s. B.N. Rathi Securities Limited
6-3-652, Kautilya Complex,
Amrutha Estates, IV Floor,
Somajiguda, Hyderabad,
Telangana, 500082

Dear Sir,

Sub: Scrutiniser Report for the 1st Extra-Ordinary General Meeting for the FY 2023-2024 of the Shareholders of B.N. Rathi Securities Limited held on Wednesday, the 25th day of October, 2023 at 4:00 P.M. (IST) through video conferencing (VC)/ Other Audio-Visual Means (OAVM).

Unit: B.N. Rathi Securities Limited

I, S. Sarveswar Reddy, Practicing Company Secretary (proprietor of M/s S.S. Reddy & Associates) was appointed as the 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 & 21 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolution(s) proposed at the Extra-Ordinary General Meeting; 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 and 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 Extraordinary General Meeting of the Shareholders dated 27.09.2023. 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 favour" 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").

I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. (IST) on October 22, 2023 to 5.00 p.m. (IST) on October 24, 2023.
2. The Notice of EGM and the e-voting instructions were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants.
3. The equity shareholders holding shares as on Wednesday, October 18, 2023 ("cut-off date"), were entitled to vote on the resolutions stated in the Notice of the Extra Ordinary General Meeting of the Company.
4. After the conclusion of the EGM, the votes cast through remote e-voting were unblocked after 15 minutes from the conclusion of EGM i.e. on October 25th, 2023 at 04:42 P.M.
5. After the chairman put the resolutions 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.
6. As per the information given by KFIN Technologies Limited, 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 and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
7. Based on the report generated from the e-voting website of KFIN Technologies Limited the consolidated report on the results of the voting for the resolution is given here under:



a) Resolution No. 1 (Special Resolution):

Issue of 18,50,000 share warrants, convertible into equity shares on preferential basis to certain identified non-promoter persons.

(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	37	51,54,038	94.37
E-Voting at the EGM	30	1,77,655	3.25
Total	67	53,31,693	97.62

(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	4	1,29,780	2.38
E-Voting at the EGM	--	--	--
Total	4	1,29,780	2.38

(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	--	--
E-Voting at the EGM	--	--
Total	--	--

The above Special Resolution as contained in the notice of Extra Ordinary General Meeting of the Company has been passed with the requisite majority.



8. A list of Equity Shareholders who voted "FOR" and "AGAINST" the Resolutions (Both through Remote E-Voting and e-Voting at the EGM) has been handed over to the Company.
9. We confirm that, we are maintaining the Registers received from KFIN Technologies Limited electronically in respect of the votes cast through remote e-voting and e-voting at the EGM. We shall be arranging to handover these records to the Chairperson of the EGM of the Company or any other person as authorized by the Chairperson, after confirmation and signing of the minutes of the Meeting.

Place: Hyderabad
Date: 25.10.2023

For S. S. Reddy & Associates



S. Sarveswar Reddy
Practicing Company Secretary
M. No. 12619; CP No.7478
UDIN: F012619E001453731