



# 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  
bnrsl@bnrsecurities.com www.bnrsecurities.com

To,

Date: 30.06.2023

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

Dear Sir/ Madam,

Unit: B.N. Rathi Securities Limited (Scrip Code: 523019)

Sub: Outcome of 37<sup>th</sup> Annual General Meeting held on 30.06.2023

With reference to the subject cited, this is to inform the Exchange that 37<sup>th</sup> Annual General Meeting of B.N. Rathi Securities Limited held on Friday, 30.06.2023 at 10.00 A.M. at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004.

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 10, 2019 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 Meeting concluded at 10.57 A.M

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

Thanking you.

Yours faithfully,  
For B.N. Rathi Securities Limited

Hari Narayan Rathi  
Managing Director  
(DIN: 00010968)







## Annexure – 1

### Summary of proceedings of the 37<sup>th</sup> Annual General Meeting:

The 37<sup>th</sup> Annual General Meeting (AGM) of the Members of B.N. Rathi Securities Limited ('the Company') was held on Friday, June 30, 2023 at 10.00 A.M (IST) at the FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004. Shri Laxminiwas Sharma, chaired the meeting. He requested his colleagues on the dais to introduce themselves. The requisite quorum being present, the Chairman called the meeting to order. The Chairman delivered his speech 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 AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting. Members were requested to deposit the ballot papers in the ballot box.

The following items of business, as per the Notice of AGM dated June, 05, 2023 were transacted at the meeting.

1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 and the reports of the Boards' and Auditor's thereon.
2. Declaration of Dividend @15% on equity shares for the financial year 2022-23.
3. Re-appointment of Mr. Chetan Rathi as a director liable to retire by rotation.

Clarifications were provided to the queries raised by the members by Mr. Hari Narayan Rathi, Managing Director and Mr. Chetan Rathi, Executive Director of the company.

The Board of Directors had appointed M/s. S.S. Reddy & Associates, Practicing Company Secretaries as the Scrutinizer to supervise the e - voting and ballot voting process. The detail of the voting results (remote e-voting and ballot) on all the resolutions as set out in the Notice of AGM is enclosed.

This is for your information and records.

Thanking you.

Yours faithfully,  
For B.N. Rathi Securities Limited

Hari Narayan Rathi  
Managing Director  
(DIN: 00010968)







# B.N.Rathi Securities Ltd.

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

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bnrsl@bnrsecurities.com www.bnrsecurities.com

Annexure - II

To,

Date: 30.06.2023

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

Dear Sir/Madam,

Unit: B.N. Rathi Securities Limited (Scrip Code: 523019)

**Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results along with the Scrutinizer report for the business transacted at the 37<sup>th</sup> Annual General Meeting of the members of the Company held on Friday, the June 30, 2023 at 10:00 a.m. (IST) at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004.

Based on the Scrutinizer report from M/s. S.S. Reddy & Associates, Practicing Company Secretaries, as annexed herewith, we confirm that all resolutions as set out in the Notice of the said AGM have been duly approved by the members with requisite majority.

The voting results along with the Scrutinizer report is also made available on the website of the Company.

This is for the information of the records of the exchange please.

Thanking You.

Yours faithfully,

For B.N. Rathi Securities Limited

Hari Narayan Rathi  
Managing Director  
(DIN: 00010968)





General information about company	
Scrip code	523019
NSE Symbol	
MSEI Symbol	
ISIN	INE710D01010
Name of the company	B.N. RATHI SECURITIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-06-2023
Start time of the meeting	10:00 AM
End time of the meeting	10:57 AM



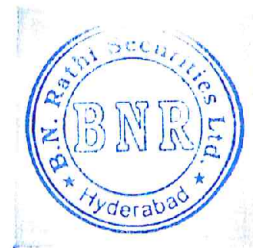


Scrutinizer Details	
Name of the Scrutinizer	S Sarveswar Reddy
Firms Name	S S Reddy & Associates
Qualification	CS
Membership Number	12619
Date of Board Meeting in which appointed	15-05-2023
Date of Issuance of Report to the company	30-06-2023



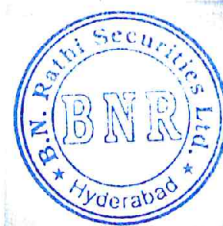


Voting results	
Record date	23-06-2023
Total number of shareholders on record date	5535
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	52
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	3
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 March 31st, 2023, the Statement of Profit & Loss and Cash Flow Statement (Standalone and consolidated) for the year ended on that date together with the Notes attached thereto, along with the Reports 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	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4880298	4880298	100	4880298	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3519702	440176	12.5061	345802	94374	78.5599	21.4401
	Poll		3105	0.0882	3105	0	100	0
	Postal Ballot (if applicable)							
	Total	3519702	443281	12.5943	348907	94374	78.7101	21.2899
Total		8400000	5323579	63.3759	5229205	94374	98.2272	1.7728
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 declare dividend of 15% i.e., Rs 1.50/- on equity shares of face value of Rs. 10/- for the financial year ended 31st March 2023.				
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							
	Postal Ballot (if applicable)							
	Total	4880298	4880298	100	4880298	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3519702	440176	12.5061	345802	94374	78.5599	21.4401
	Poll		3105	0.0882	3105	0	100	0
	Postal Ballot (if applicable)							
	Total	3519702	443281	12.5943	348907	94374	78.7101	21.2899
Total		8400000	5323579	63.3759	5229205	94374	98.2272	1.7728
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				To appoint a director in place of Mr. Chetan Rathi (DIN: 00536441) 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	4880298	4880298	100	4880298	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4880298	4880298	100	4880298	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3519702	440176	12.5061	345802	94374	78.5599	21.4401
	Poll		3105	0.0882	3105	0	100	0
	Postal Ballot (if applicable)							
	Total	3519702	443281	12.5943	348907	94374	78.7101	21.2899
Total		8400000	5323579	63.3759	5229205	94374	98.2272	1.7728
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 rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
B.N. Rathi Securities Limited  
6-3-652, IV Floor,  
Kautilya Amrutha Estates,  
Somajiguda, Telangana,  
Hyderabad – 500082

Sub: Scrutinizer report for 37<sup>th</sup> Annual General Meeting of Equity Shareholders of .N. Rathi Securities Limited held on Friday, 30.06.2023 at 10.00 A.M. at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad - 500004.

I, **S. Sarveswar Reddy**, Practicing Company Secretary (proprietor of M/s S.S. Reddy & Associates) 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 by use of ballots 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 at FTCCI Surana Hall, Federation House, FTCCI Marg, Red Hills, Hyderabad – 500004 and voting by electronic means for the resolution contained in the Notice of 37<sup>th</sup> Annual General Meeting of the Shareholders dated 15.05.2023. 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 resolution stated in the notice of the AGM, 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 voting by use of ballots at the AGM.





I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Tuesday, June 27<sup>th</sup>, 2023 up to 5.00 p.m. Thursday, June 29<sup>th</sup>, 2023.
2. The voting rights were reckoned as on Friday, June 23<sup>rd</sup>, 2023 being the Cut-off date for the purpose of deciding the entitlements of members to vote on resolutions.
3. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinised and initialed by the scrutiniser. The ballots were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinised for the purpose of eliminating duplicate voting i.e., on remote e-voting as well as by use of ballot. As per the information given by the Company, the names of the shareholders who had voted through e-voting facility provided by KFIN Technologies Limited had been blocked and the ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
4. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted physically.
5. The votes on remote e-voting were unblocked at around 10:57 A.M. after conclusion of voting at the AGM 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 and the same are being handed over to the Chairman.
6. 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 AGM venue and who had not voted on remote e- voting were allowed to cast their votes through ballot voting at the AGM.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



**Resolution No. 1:**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT MARCH 31, 2023, THE STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENT (STANDALONE AND CONSOLIDATED) FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE NOTES ATTACHED THERETO, ALONG WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON.**

**(i) Voted in favour of the resolution:**

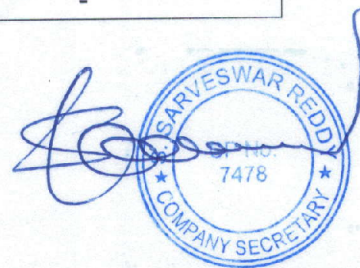
Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	50	5226100	98.17
Voting by Ballot	17	3105	0.06
Total	67	5229205	98.23

**(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	94374	1.77
Voting by Ballot	-	-	-
Total	2	94374	1.77

**(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	-	-
Voting by Ballot	-	-
Total	-	-

  
SARVESWAR REDDY  
7478  
COMPANY SECRETARY



**Resolution No. 2:**

**TO DECLARE DIVIDEND OF 15% i.e., RS. 1.50/- ON EQUITY SHARES OF FACE VALUE OF RS. 10/- FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2023.**

**(i) Voted in favour of the resolution:**

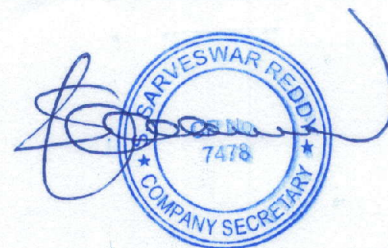
Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	50	5226100	98.17
Voting by Ballot	17	3105	0.06
<b>Total</b>	<b>67</b>	<b>5229205</b>	<b>98.23</b>

**(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	2	94374	1.77
Voting by Ballot	-	-	-
<b>Total</b>	<b>2</b>	<b>94374</b>	<b>1.77</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	-	-
Voting by Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





**Resolution No. 3:**

**TO APPOINT A DIRECTOR IN PLACE OF MR. CHETAN RATHI (DIN: 00536441) 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	50	5226100	98.17
Voting by Ballot	17	3105	0.06
Total	67	5229205	98.23

**(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	94374	1.77
Voting by Ballot	-	-	-
Total	2	94374	1.77

**(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	-	-
Voting by Ballot	-	-
Total	-	-



8. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

Place: Hyderabad  
Date: 30.06.2023

For S. S. Reddy & Associates



S. Sarveswar Reddy  
Practicing Company Secretary  
M. No. 12619; CP No.7478  
UDIN: A012611E000526674