

01st October, 2022

To
The General Manager,
Department of Corporate Services,
BSE Ltd.
P.J. Towers, Dalal Street,
Fort, Mumbai- 400 001

To
The Manager,
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai- 400 051

Scrip Code:
BSE: 532946
NSE: BANG
ISIN: INE863I01016

Dear Sir/Madam,

Sub: Submission of the Scrutinizer Report on the voting results of the 30th Annual General Meeting of the Shareholders of the Company.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company in its 30th Annual General Meeting (AGM) held on Friday, 30th September, 2022 have accorded their approval with requisite majority, by way of e-voting at AGM/remote e-voting to the Resolutions set out in the notice convening the said AGM.

In this regard, please find enclosed herewith the following:

- i. The voting result in the Format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure- 1.**
- ii. Copy of the scrutinizer's report as **Annexure -2.**

You are requested to kindly take the above on record and disseminate the same on the website of the stock exchange.

Thanking you,

Yours truly,

For Bang Overseas Limited

Guru Simran Kaur Nopal
Company Secretary & Compliance Officer
ACS No. A63870

Annexure – 1

Voting Results of the 30th AGM of the Company pursuant to Regulation - 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	30 th September, 2022
Total number of shareholders on record date	7841
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	25
Public:	57

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Standalone and Consolidated Financial statements of the Company for the year ended on 31st March, 2022 containing the Audited Balance Sheet, the statement of change in the equity, Profit and Loss and Cash Flow and report of the Board and Auditors thereon on that date.				
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	9896384	9834268	99.3723	9834268	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		9896384	9834268	99.3723	9834268	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	4853	0.1325	4438	415	91.4486	8.5514
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	4853	0.1325	4438	415	91.4486
Total	Total	13560000	9839121	72.5599	9838706	415	99.9958	0.0042
Whether resolution is Pass or Not.							Yes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mrs. Vandana Bang who retires by rotation and being eligible offers herself 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	9896384	9170666	92.6668	9170666	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		9896384	9170666	92.6668	9170666	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	4853	0.1325	4438	415	91.4486	8.5514
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	4853	0.1325	4438	415	91.4486
Total	Total	13560000	9175519	67.6661	9175104	415	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	663602
Public Insitutions	0
Public - Non Insitutions	0

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. Bharat Gupta & Co., Chartered Accountants as Statutory Auditors of the Company for a term of 5 years				
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	9896384	9834268	99.3723	9834268	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		9896384	9834268	99.3723	9834268	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	5033	0.1374	4618	415	91.7544	8.2456
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	5033	0.1374	4618	415	91.7544
Total	Total	13560000	9839301	72.5612	9838886	415	99.9958	0.0042
Whether resolution is Pass or Not.							Yes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Brijgopal Bang as Managing Director and to revise his remuneration				
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	9896384	8313268	84.0031	8313268	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		9896384	8313268	84.0031	8313268	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	5033	0.1374	4438	595	88.1780	11.8220
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	5033	0.1374	4438	595	88.1780
Total	Total	13560000	8318301	61.3444	8317706	595	99.9928	0.0072
Whether resolution is Pass or Not.							Yes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1521000
Public Insitutions	0
Public - Non Insitutions	0

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013 up to an aggregate sum of Rupees 200 Crores				
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	9896384	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9896384	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	5033	0.1374	4438	595	88.1780	11.8220
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	5033	0.1374	4438	595	88.1780
Total	Total	13560000	5033	0.0371	4438	595	88.1780	11.8220
Whether resolution is Pass or Not.							Yes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	9834268
Public Insitutions	0
Public - Non Insitutions	0

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval to make loan / investment and give guarantee / provide security under section 186 of the Companies Act, 2013 up to maximum amount of Rs 200 Crore				
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	9896384	9834268	99.3723	9834268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9896384	9834268	99.3723	9834268	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3663616	5033	0.1374	4438	595	88.1780	11.8220
	Poll							
	Postal Ballot (if applicable)							
	Total		3663616	5033	0.1374	4438	595	88.1780
Total	Total	13560000	9839301	72.5612	9838706	595	99.9940	0.0060
Whether resolution is Pass or Not.							Yes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
Bang Overseas Limited
405-406, Kewal Industrial Estate,
Senapati Bapat Marg,
Lower Parel (W), Mumbai City MH 400013 IN.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the Annual General Meeting, for the 30th Annual General Meeting of Bang Overseas Limited held on Friday, September 30, 2022 at 12.30 pm (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Bang Overseas Limited ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. electronic voting and through remote e-voting system at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the notice of the shareholders of the 30th AGM of the Company, held on Friday, September 30, 2022 at 12.30 pm through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, the latest being 02/2022 dated May 05, 2022 issued by Ministry of Corporate Affairs (MCA) (collectively referred as MCA Circulars) and Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022, issued by Securities and Exchange Board of India (SEBI) and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM. Our responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL").



We pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by NSDL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting.
2. On account of the threat posed by Covid-19 and in terms of MCA Circulars, the Company had sent the notice of AGM containing detailed procedure to be followed by the members of the Company and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, September 02, 2022.
3. Advertisement was published by the Company in English, in The Financial Express, dated Wednesday, September 07, 2022 and in Marathi, in Mumbai Lakshdeep, dated Wednesday, September 07, 2022. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20 and MCA Circulars.
4. The Voting rights were reckoned as on Friday, September 23, 2022, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for three days which commenced on Tuesday, September 27, 2022 at 9.00 A.M. (IST) and ends on Thursday, September 29, 2022 at 5.00 P.M. (IST) on (<https://www.evoting.nsdl.com/>)
6. On Friday, September 30, 2022 after the conclusion of AGM, the report on the e-voting carried at the AGM was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by us in the presence of two witnesses Mr. Luvesh Bhimalu and Ms. Ishita Desai who are not in the employment of the Company.
7. On scrutiny, we report that 82 Shareholders were present in the meeting in through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
8. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting casted by the equity shareholders, based on the report generated by NDSL. scrutinized on test-check basis and relied upon by me, are as under:

RESULTS:

The details containing interalia, no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of NSDL. Taking into account the report from NSDL and physical voting at the



AGM the consolidated result with respect to each item on the agenda as set out in the Notice of the 30th AGM dated September 01, 2022 is enclosed;

Item No. 1.

Ordinary Resolution: To consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended March 31, 2022 and the Reports of Board of Directors & Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	98	9838704	2	2	100	9838706	100%
Voted Against	6	415	NIL	NIL	6	415	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority.

Item No. 2

Ordinary Resolution:

To appoint a Director in place of Mrs. Vandana Bang (DIN: 08488909) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	97	9175102	2	2	99	9175104	100%
Voted Against	6	415	NIL	NIL	6	415	Negligible
Abstain / Invalid*	1	663602	NIL	NIL	1	663602	NA

*Vote of Mrs. Vandana Bang, being interested in the resolution was not considered.



Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.

Item No. 3.

Ordinary Resolution: To appoint Statutory Auditors of the Company and in this regard, to consider and, if thought fit, to pass with or without modification(s).

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	99	9838884	2	2	101	9838886	100%
Voted Against	6	415	NIL	NIL	6	415	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.

Item No. 4.

Special Resolution: To re-appoint Mr. Brijgopal Bang (DIN: 00112203) as Managing Director and to revise his remuneration and in this regard, to consider and, if thought fit, to pass with or without modification(s)

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	97	8317704	2	2	99	8317706	100%
Voted Against	7	595	NIL	NIL	7	595	Negligible
Abstain / Invalid	1	1521000	NIL	NIL	1	1521000	NIL

*Vote of Mr. Brijgopal Bang, being interested in the resolution was not considered.



Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.

Item No. 5

Special Resolution: Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013 up to an aggregate sum of Rupees 200 Crores and in this regard, to consider and, if thought fit, to pass with or without modification(s).

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	69	4436	2	2	71	4438	88.18%
Voted Against	7	595	NIL	NIL	7	595	11.82%
Abstain / Invalid*	29	9834268	NIL	NIL	29	9834268	NIL

*Vote of related party, being interested in the resolution was not considered.

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed with requisite majority.

Item No. 6

Special Resolution: To make loan / investment and give guarantee / provide security under section 186 of the Companies Act, 2013 up to maximum amount of Rs 200 Crore and in this regard, to consider and, if thought fit, to pass with or without modification(s).

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	98	9838704	2	2	100	9838706	100%
Voted Against	7	595	NIL	NIL	7	595	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Based on the aforesaid results, Special Resolution as contained in item No. 6 has been passed with requisite majority.

9. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

**For Kothari H.& Associates
Company Secretaries**


Sonam Jain
Partner
FCS 9871
COP No. 12402



**Date : 30.09.2022
Place: Mumbai**

UDIN: F009871D001099036

We the undersigned witnesses that the votes were unblocked from e-voting website of NSDL (<https://www.evoting.nsdl.com/>) in our presence at 01:30 P.M on Friday September 30, 2022.


(Luvesh Bhimalu)


(Ishita Desai)

Counter Signature by the Chairperson of the AGM:

Mr. Brijgopal Bang
Chairman