



BRD MOTORS LIMITED

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E-mail : brdmotors@gmail.com

Regd. Office: TKM Complex,
Kokkalai, Thrissur-680 021
CST No: 2501617 dt: 16.04.99
TIN No: 32080209794
CIN No: U50101KL1999PLCO12864

E-Voting Result

The 24th Annual General Meeting of the Company was held on 30th September, 2023 at 12.00 P.M through video Conferencing. Mr. M Vasudevan (FCS) Practicing Company Secretary is appointed as Scrutinizer by the Board of Directors of M/s B R D Motors Limited for the purpose of scrutinizing the e- voting process in respect of resolutions proposed at 24th Annual General Meeting of Equity Shareholders of the Company. The facility for e- voting remained open from 27th September, 2023 9.00 A.M to 29th, September, 2023 5.00 P.M. The Company also provided e- voting facility to those shareholders present at the meeting through VC who had not cast their vote earlier. The consolidated result of e-voting is as follows:

Sl No.	Ordinary Business	% Vote in favour	% Vote against	Remarks
1	Adoption of Annual Accounts.	99.97	0.03	Passed with requisite majority
2	Re-Appointment of Mr. Chungath Cheru Simon (DIN: 00074163), as Director of the Company liable to retire by rotation	99.97	0.03	Passed with requisite majority
3	Re-Appointment of Mr. William Varghese Chungath Cheru, (DIN: 00074708) as Director of the Company liable to retire by rotation	99.97	0.03	Passed with requisite majority
	Special Business			
4	Re-appointment of Mr. Bahuleyan Raman Nalupurakkal (DIN: 00297057) as an Independent Director of the Company	100	-	Passed with requisite majority
5	Sell, lease or otherwise disposal of the whole, or substantially the whole, of the undertaking	99.97	0.03	Passed with requisite majority
6	To give Loans, investments, provide guarantees or securities in excess of the prescribed limits	99.97	0.03	Passed with requisite majority
7	To approve transactions under section 185/186 of the	99.97	0.03	Passed with requisite majority

	companies act, 2013			
8	To borrow money in excess of the prescribed limit under section 180(1)(c) of the Companies Act, 2013	99.97	0.03	Passed with requisite majority
9	Approve Related Party Transactions	99.92	0.08	Passed with requisite majority

Thanking you,

For B R D MOTORS LIMITED



CHUNGATH CHERU SIMON
Managing Director
DIN- 00074163



Date: 03.10.2023

Report of Scrutinizer

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

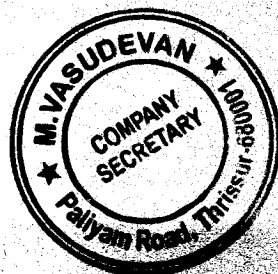
To,

The Chairman of the 24th (Twenty Fourth) Annual General Meeting of the Equity Shareholders of **B R D Motors Limited** held on Saturday, 30th September, 2023 at 12.00 P.M. through Video Conferencing.

Dear Sir,

I, M Vasudevan FCS, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of **B R D Motors Limited** ('the company') for the purpose of scrutinizing the electronic voting ('e-voting') process in respect of the below mentioned resolutions proposed at the 24th Annual General Meeting ('the meeting') of the Equity Shareholders of the company, held on 30th September, 2023 at 12.00 P.M. through Video Conferencing ('VC') submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-voting by the shareholders on the resolutions proposed in the notice of the 24th Annual General Meeting of the company is the responsibility of the management. My responsibility as a Scrutinizer for the e-voting process is limited to providing a consolidated scrutinizer's report to the Chairman based on the reports generated from the electronic voting system of Central Depository Services Limited (CDSL).
2. In accordance with the General Circular issued by the Ministry of Corporate Affairs (MCA) dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022 and December 28, 2022 the company had sent the Notice of the meeting through electronic mode to those shareholders whose e-mail addresses are registered with the company/Depository Participant(s).
3. The facility for e-voting remained open from 9.00 A.M. on September 27, 2023 to 5.00 P.M. on September 29, 2023. The company had also provided e-voting facility to the shareholders present at the meeting through VC and who had not cast their vote earlier.
4. The company had entered into an agreement with CDSL for facilitating voting through electronic means as the authorised agency. The facility of casting votes by a member using remote e-voting system as well as venue voting is provided by CDSL.



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5. The equity shareholders holding shares on the cut-off date, i.e. September 23, 2023, were entitled to vote on the resolutions stated in the notice of the meeting.
6. The votes cast through e-voting were unblocked after conclusion of the meeting on September 30, 2023.
7. Results of e-voting generated from www.evotingindia.com is as under:

a) Item No. 1 - Ordinary Resolution:

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Directors and Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) *Invalid* votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

b) Item No. 2 - Ordinary Resolution:

Re-Appointment of Mr. Chungath Cheru Simon (DIN: 00074163), as a Director of the Company liable to retire by rotation.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97



(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

c) **Item No. 3 - Ordinary Resolution:**

Re-Appointment of Mr. William Varghese Chungath Cheru, (DIN: 00074708) as a Director of the Company liable to retire by rotation.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) **Invalid** votes:

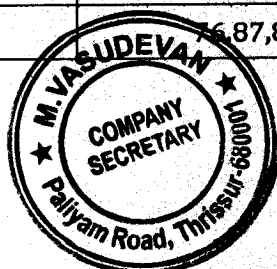
Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

d) **Item No. 4 - Special Resolution:**

Re-appointment of Mr. Bahuleyan Raman Nalupurakkal (DIN: 00297057) as an Independent Director of the Company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	76,87,836	100



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(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

e) **Item No. 5 – Special Resolution:**

Seeking approval to Sell, lease or otherwise disposal of the whole, or substantially the whole, of the undertaking.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) **Invalid** votes:

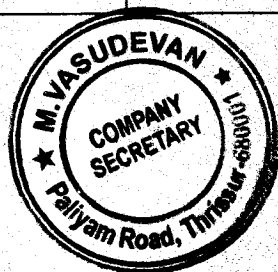
Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

f) **Item No. 6 – Special Resolution:**

Seeking consent of the Members to give Loans, investments, provide guarantees or securities in excess of the prescribed limits.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97



(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

g) **Item No. 7 – Special Resolution:**

To approve transactions under section 185/186 of the companies act, 2013.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

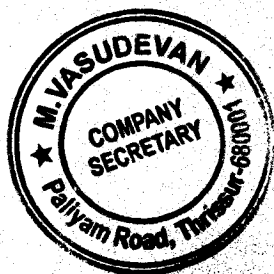
h) **Item No. 8 – Special Resolution:**

To borrow money in excess of the prescribed limit under section 180(1)(c) of the Companies Act, 2013.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
65	76,85,666	99.97

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(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.03

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

i) **Item No. 9 - Ordinary Resolution:**

Approval for Related Party Transactions.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
58	27,79,223	99.92

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2,170	0.08

(iii) **Invalid*** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	49,06,443

*Voting of related parties are treated as invalid

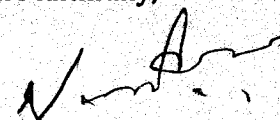
Thanking you,

Place: Thrissur

Date: 03/10/2023

UDIN: F004177E001157681

Yours faithfully,



M Vasudevan, FCS



M. VASUDEVAN F.C.S.
FCS 4177 / CP 2437
COMPANY SECRETARY
SOORYA GARDENS APARTMENTS
PALIYAM ROAD, THRISSUR-680 001