



Combined Scrutinizer's Report
*[Pursuant to Section 108 of Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]*

To,
The Chairman,
31st Annual General Meeting of the Equity
Shareholders of M/s **BCPL International Limited**,
(Formerly Birdhi Chand Pannalal Agencies Limited)
held on 29th September, 2016 at 3.00 P.M. at
"Aashayain" (DLA Boys Hostel), 7/2, K B Sarani, Jessore Road,
Near ILS Hospital (Opp. Bhutan Consulate), Kolkata-700080

Dear Sir,

Sub: Scrutinizer 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 and voting through physical ballot forms at the Annual General Meeting.

1. I, Monalisa Datta, Practising Company Secretary have been appointed as a Scrutinizer by the Board of Directors of M/s BCPL International Limited (Formerly Birdhi Chand Pannalal Agencies Limited), for the purpose of:
 - a. Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and
 - b. Poll through polling paper under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014, on the Resolutions contained in the Notice of the 31st Annual General Meeting of the Equity Shareholders of M/s BCPL International Limited (Formerly Birdhi Chand Pannalal Agencies Limited), held on the 29th September, 2016 3.00 P.M. at "Aashayain" (DLA Boys Hostel), 7/2, K B Sarani, Jessore Road, Near ILS Hospital, (Opp. Bhutan Consulate), Kolkata-700080.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e, by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice of the 31st Annual General Meeting of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e, by remote e-voting and voting by



poll at the AGM) is restricted to make a consolidated Scrutinizers Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system and voting by poll at the AGM as mentioned above.

3. The report is as under

1. The e-voting period remains open from Monday, 26th September, 2016 (10.00 Hours) to Wednesday, 28th September, 2016 (17.00 Hours).
2. The shareholders holding shares as on the "cut off" date i.e. i.e. Thursday, 22nd September, 2016 were entitled to e-vote on the proposed resolutions.
3. The e-votes were unlocked on 29th September, 2016 in the presence of two witnesses Miss. Kaberi Mondal and Mr. Sanwaya Datta who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unlocked in their presence.
4. Thereafter the details containing inter-alia list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of CDSL (www.evotingindia.com). All the votes cast electronically during the said period have been taken into consideration for the purpose of our report.
5. For physical ballot, a ballot box was kept and was locked in our presence with due identification marks placed by us and was subsequently opened in our presence and ballot papers were scrutinized. The ballot papers were reconciled with the records. The ballot papers which were incomplete and/or otherwise found defective have been treated as invalid and kept separately.
6. The resolutions on which the Promoter and Promoter Group are interested, if any, and have voted are considered to be invalid votes for the purpose.
7. The Sheet containing the results of e-voting and physical ballot is provided in the Annexure.
8. The Register and all other papers and relevant records relating to electronic voting / physical ballot shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid annual general meeting and the same will be handed over to the Mr. Krishan Gopal Rathi, Managing Director of the Company for safe keeping.
9. The Company may declare the results accordingly.

Thanking You,
Yours faithfully,



A handwritten signature in black ink, appearing to read "Monalisa Datta".

Monalisa Datta
Practising Company Secretary
Membership No.30368
CP No.13580

Encl: As stated above

Witness:

KM

1. Miss. Kaberi Mondal

Sanwaya Datta

2. Mr. Sanwaya Datta

Date: 1st October, 2016

Place: Kolkata



ANNEXURE TO SCRUTINISER REPORT OF BCPL INTERNATIONAL LIMITED FOR THE AGM FOR THE YEAR 2016

Sr. No.	Resolution	Whether Ordinary Business or Special Business	Type of Resolution	Mode	No. of members voted	No. of shares held	Valid Votes	Invalid Votes	Votes in Favour of resolution	Against the resolution	Not Voted	% of total no of valid votes cast		
												Favour	Against	Not Voted
1	Consider and Adopt Audited Financial Statements of the Company for the year ended on 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors	Ordinary	Ordinary	Evoting	7	8779367	8779367	0	8779367	0	0	100	0	0
				Poll	22	56	56	0	56	0	0	100	0	0
				Postal Ballot	0	0	0	0	0	0	0	0	0	0
	Total				29	8779423	8779423	0	8779423	0	0	100	0	0
2	Appointment of a director in place of Mr. Santanu Pal (DIN: 07096019), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Ordinary	Evoting	7	8779367	8779367	0	8779367	0	0	100	0	0
				Poll	22	56	56	0	56	0	0	100	0	0
				Postal Ballot	0	0	0	0	0	0	0	0	0	0
	Total				29	8779423	8779423	0	8779423	0	0	100	0	0
3	Ratification of the Appointment of Statutory Auditor of the Company.	Ordinary	Ordinary	Evoting	7	8779367	8779367	0	8779367	0	0	100	0	0
				Poll	22	56	56	0	56	0	0	100	0	0
				Postal Ballot	0	0	0	0	0	0	0	0	0	0
	Total				29	8779423	8779423	0	8779423	0	0	100	0	0



4	Appointment of Mr. Avijit Koner (DIN: 07297850) as an Independent Director	Special	Ordinary	Evoting	7	8779367	8779367	0	8779367	0	0	100	0	0
				Poll	22	56	56	0	56	0	0	100	0	0
				Postal Ballot	0	0	0	0	0	0	0	0	0	0
				Total	29	8779423	8779423	0	8779423	0	0	100	0	0
5	Approval for revision of remuneration of Mr. Krishan Gopal Rathi (DIN: 00595975) Managing Director of the Company	Special	Ordinary	Evoting	7	8779367	8779367	0	8779367	0	0	100	0	0
				Poll	22	56	56	0	56	0	0	100	0	0
				Postal Ballot	0	0	0	0	0	0	0	0	0	0
				Total	29	8779423	8779423	0	8779423	0	0	100	0	0
6	Approval of all existing contracts/ arrangements/ agreements entered/to be entered into contracts/transaction(s) of rent agreements or purchases and sales with KGR HUF, Karta Mr. Krishan Gopal Rathi and with M/s Rathi Steel Industries Pvt Ltd (CIN: U51909WB1997PTC083845)	Special	Special	Evoting	7	8779367	8779367	0	8779367	0	0	100	0	0
				Poll	22	56	56	0	56	0	0	100	0	0
				Postal Ballot	0	0	0	0	0	0	0	0	0	0
				Total	29	8779423	8779423	0	8779423	0	0	100	0	0

Monalisa Datta

Monalisa Datta
Practising Company Secretary
Membership No: 30368
CP No: 13580

Date: 01st October, 2016
Place: Kolkata

