



SCRUTINIZER'S REPORT

To
The Chairman
Birdhi Chand Pannalal Agencies Limited
Vivek Vihar, Phase-III, Block A3, 2nd Floor,
493/C/A, G T Road (South),
Howrah-711102

Dear Sir,

1. The Board of Directors of the Company at its Meeting held on May 08, 2015 has appointed me as a Scrutinizer for conducting the postal ballot voting process as well as the e-voting process to pass the items on the agenda as contained in the Notice of Postal Ballot dated **May 12, 2015**.
2. I submit my report as under:
 - 2.1. The Company has completed on May 15, 2015 the dispatch of postal ballot forms through email and courier along with self- addressed business reply envelopes to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the (cut off date) ie, May 08, 2015.
 - 2.2. Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in a register separately maintained for the purpose.
 - 2.3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
 - 2.4. The postal ballot boxes were opened on June 15, 2015 at 6:00 p.m. in my presence.
 - 2.5. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/list of beneficiaries as on May 08, 2015.
 - 2.6. All postal ballot forms received up to the last date fixed by the Company for receipt of the forms were considered for my scrutiny.
 - 2.7. I did not find any defaced or mutilated ballot paper.





- 2.8. I have received a complete record of votes cast by electronic mode from Central Depository Services (India) Limited (CDSL), the Agency for providing and supervising electronic platform upto June 15, 2015.
- 2.9. Total Paid up Equity Share Capital of the Company as on date is 39,10,000 Equity Shares of Rs.10/- each fully paid.
- 3.1 **COMBINED RESULT (E-VOTING & POSTAL BALLOT)**

Agenda No.	1
Subject	Change in the name of the Company from “Birdhi Chand Pannalal Agencies Limited” to “BCPL International Limited”
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	11	885704	22.65	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot	No. of Shares	% to total paid up equity	% to total shares of valid ballots
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		Forms		capital	
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	10	875704	22.40	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

3.2

Agenda No.	2
Subject	To alter the name clause of Articles of Association of the company from “Birdhi Chand Pannalal Agencies Limited” to “BCPL International Limited”
Type of Resolution	Special Resolution



THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	11	885704	22.65	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:



Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	10	875704	22.40	99.88
E	Votes with Dissent for the Resolution	1	1000	0.002	0.12

3.3

Agenda No.	3
Subject	Change of Registered Office from the city of Howrah to the city of Kolkata within same State
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100



E	Votes with Dissent for the Resolution	0	0	0	0
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(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the	0	0	0	0



Resolution				
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3.4

Agenda No.	4
Subject	Amendment of the Object Clause in the Memorandum of Association of the Company.
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	



C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.5

Agenda No.	5
Subject	Deletion of the Other Objects clause of the Memorandum of Association.
Type of Resolution	Special Resolution



THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
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B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:



Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.6

Agenda No.	6
Subject	Amendment of the Liability Clause of the Memorandum of Association
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	



D	Votes with Assent for the Resolution	11	885704	22.65	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

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C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

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B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	10	875704	22.40	99.88
E	Votes with Dissent for the	1	1000	0.02	0.12



Resolution				
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3.7

Agenda No.	7
Subject	Sub-Division of Equity Shares from the Face Value of Rs.10/- per share to Re. 1/- per share.
Type of Resolution	Ordinary Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

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C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

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B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	



C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

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A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.8

Agenda No.	8
Subject	Alteration of the Capital Clause V of the Memorandum of Association to alter Share Capital consequent to sub division of shares.
Type of Resolution	Special Resolution



THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

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B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

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D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr.	Particulars	No. of	No. of	% to total	% to total
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No.		shareholders voted through electronic means	Shares	paid up equity capital	shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.9

Agenda No.	9
Subject	Adoption of new set of Articles of Association of the Company in conformity with provisions of the Companies Act, 2013
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

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B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100



E	Votes with Dissent for the Resolution	0	0	0	0
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(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
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C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

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B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0



4. You may accordingly declare the result of the voting by postal ballot.

Thanking you,

Monalisa Datta

Practicing Company Secretary

Date: June 16, 2015

Place: Kolkata

