



Combined Scrutinizer's Report

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

To,
The Chairman,
30th Annual General Meeting of the Equity
Shareholders of M/s **BCPL International Limited**,
(Formerly Birdhi Chand Pannalal Agencies Limited)
held on 29th September, 2015 at 10.30 A.M. at
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 30th Annual General Meeting of the Equity Shareholders of M/s BCPL International Limited (Formerly Birdhi Chand Pannalal Agencies Limited), held on the 29th September, 2015 at 10.30 A.M. at 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 30th 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. I have issued separate Scrutinizers Report of even date on the remote e-voting and on the poll on the resolutions contained in the notice of the Annual General Meeting. I submit herewith my consolidated Scrutinizer's Report on the results of voting by remote e-voting and voting by poll at the AGM.

The result of e-voting together with that of the poll is as under:-

| Resolution No. 1: Adoption of Audited Financial Statement, Reports of the Board of Directors and Auditors for the year ended 31st March, 2015. Passed as an Ordinary Resolution: | | | | | | |
|--|-----------------------------------|------|------------------------------|----|---------------|----|
| Mode of voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
| | No | % | No | % | No | % |
| E-voting | 0 | 0% | 0 | 0% | 0 | 0% |
| Poll | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Total | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Resolution No. 2- Appointment of a Director in place of Mr. Krishan Gopal Rathi (DIN- 00595975), who retires by rotation and being eligible, offers himself for re-appointment. Passed as an Ordinary Resolution: | | | | | | |
| Mode of voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
| | No | % | No | % | No | % |
| E-voting | 0 | 0% | 0 | 0% | 0 | 0% |
| Poll | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Total | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Resolution No. 3- Re-appointment of M/s. A. K Meharia & Associates, Chartered Accountants, (Firm Registration No. 324666E), as the Statutory Auditor of the Company. Passed as an Ordinary Resolution: | | | | | | |
| Mode of voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
| | No | % | No | % | No | % |
| E-voting | 0 | 0% | 0 | 0% | 0 | 0% |
| Poll | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Total | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Resolution No. 4- Approval for appointment of Mr. Santanu Pal (DIN: 07096019), as an Executive Director of the Company. Passed as an Ordinary Resolution: | | | | | | |
| Mode of voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
| | No | % | No | % | No | % |
| E-voting | 0 | 0% | 0 | 0% | 0 | 0% |



| | | | | | | |
|--|-----------------------------------|------|------------------------------|----|---------------|----|
| Poll | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Total | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Resolution No. 5- Approval for appointment of Mr. Naveen Jangid (DIN 07034357) as an Independent Director of the Company. Passed as an Ordinary Resolution | | | | | | |
| Mode of voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
| | No | % | No | % | No | % |
| E-voting | 0 | 0% | 0 | 0% | 0 | 0% |
| Poll | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Total | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Resolution No. 6- Approval for appointment of Mrs. Madhumita Verma (DIN 06978232) as an Independent Director of the Company. Passed as an Ordinary Resolution | | | | | | |
| Mode of voting | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
| | No | % | No | % | No | % |
| E-voting | 0 | 0% | 0 | 0% | 0 | 0% |
| Poll | 8478036 | 100% | 0 | 0% | 0 | 0% |
| Total | 8478036 | 100% | 0 | 0% | 0 | 0% |

Thanking You,
Yours faithfully,

Monalisa Datta

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



Date: 1st October, 2015
Place: Kolkata