



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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Scrutinizer's Report

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

Name of the Company	B & A LIMITED
Meeting	Annual General Meeting
Date & Time	Friday, 15 th September, 2017 at 09.30 a.m
Venue	Indu Bhawan, Mahatma Gandhi Road, Jorhat- 785001, Assam

To
The Chairman,
Annual General Meeting for the financial year
ended 31st March 2017
B & A LIMITED
Indu Bhawan, Mahatma Gandhi Road,
Jorhat- 785001, Assam

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted at the Annual General Meeting (AGM) held for the financial year 2016-17 of B & A Limited (herein after referred to as the Company) held on Friday, 15th September, 2017 at 9.30 a.m, at Indu Bhawan, Mahatma Gandhi Road, Jorhat- 785001, Assam.


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FCS-2699 & CP-2948

2. Dispatch of Notice Convening the meeting

The Company has informed that, on the basis of the Register of Members and the list of beneficial owners made available by the depositories viz, CENTRAL DEPOSITORIES SERVICES (INDIA) LIMITED (CDSL) and NATIONAL SECURITIES DEPOSITORIES LTD (NSDL) the Company completed dispatch of the Notice of the AGM;

- By Registered Post to 1739 members
- By Email 1502 member

3. Cut-off Date

The Voting rights were reckoned as on Friday, 8th September, 2017, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

4. Remote E-Voting:

4.1 Agency:

The Company had appointed CDSL as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-voting platform was open from 10.00 am on Tuesday, 12th September 2017, to 5.00 pm on Thursday, 14th September 2017, and members were required to cast their vote electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-voting platform provided by CDSL.

5. Voting at the AGM:

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of the general meeting , to only such


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details relating to members who have cast their vote through remote e-voting , such as their names , folios, DP Id/Client Id, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the e-voting agency provided us with the names, DP Id/ Client Id, folio numbers and the shareholding of the members who had cast their votes through remote e-voting.

5.3 At the AGM, the Company has also provided the facility for voting by Ballot Paper to the members attending the Meeting who have not casted their vote by Remote E-voting. The Chairman of the AGM has also appointed me as a Scrutinizer for the same.

6. Counting Process

6.1 On Completion of voting at the meeting, CDSL provided us with the List of Members who had cast their votes, with their holding details and details of the Vote on each of the Resolution.

6.2 The votes were reconciled with the Records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the company.

6.3 I unblocked the e-voting results on the CDSL E- voting platform before Ms. Nilu Nigania and Ms. Rittika Gupta. Also after conclusion of the AGM, the Ballot box was unlocked before Ms. Nilu Nigania and Ms. Rittika Gupta and downloaded the Remote E-voting results and counted physical ballot voting held at AGM.



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7. Results

7.1 I observed that

- a) 19 members had casted their votes through the Ballot- voting facility provided at the meeting.
- b) 20 members had cast their votes through remote e- voting.

7.2 The Consolidated Results with respect to each item on the agenda set out in the notice of AGM dated 27th May, 2017 is enclosed.

7.3 Based on aforesaid results, Ordinary Resolutions contained in Item No.1 to 5 of the Notice dated 27th May, 2017 have been passed with requisite majority. However, in view of an order passed by the Hon'ble Supreme Court of India on March 28, 2016, as forwarded by the Company, all rights of votes casted by one shareholder by electronic means with respect to certain 2,21,230 shares in the company shall abide by the final outcome of a suit pending before Learned Jorhat Court.

7.4 Soft copy of the members who have voted through remote e-voting containing details of voting on each resolution will be emailed to company after the announcement of Results.

Dated: 16/09/2017

Place: Kolkata


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