

# BELL AGROMACHINA LIMITED

Regd. Office: Xth Central Mall, Office No. 21, 1<sup>st</sup> Floor, Mahavir Nagar, Kandivali (W),  
Mumbai-400 067, Maharashtra  
Telephone: 022 -65575578 Website: www.bellagro.com Email Id: bellagro@rediffmail.com  
CIN: L85110MH1989PLC255933

Date: 29/09/2015

To,  
General Manager,  
Department of Corporate Services,  
BSE Limited.,  
P J Towers, Dalal Street,  
Mumbai- 400 001.

Dear Sir/ Madam,

Sub: - a) E-Voting and Poll Result under Clause 35A of the Listing Agreement  
b) Scrutinizer's Report on E-voting and Poll- As per Annexure  
Ref: SCRIP CODE- 531112

In compliance with Clause 35A of the Listing Agreement, we hereby furnish the details of the voting results in the specified format:

## DETAILS OF VOTING RESULTS:

Date of 26 <sup>th</sup> Annual General Meeting	24 <sup>th</sup> September, 2015
Total number of Shareholders on the record date i.e. September 17, 2015	1582
No. of Shareholders Present in the meeting either in person or through proxy* (*Based on Shareholder registering attendance):	17
Promoters and Promoter Group	NIL
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group	N.A.
Public	N.A.



**Mode of Voting: E-voting & Poll****DETAILS OF THE AGENDA:****Resolution 1:** Adoption of Audited Financial Statements for the year ended 31st March, 2015.**Resolution Required:** Ordinary Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL
<b>Total</b>	<b>350000</b>	<b>81378</b>	<b>23.25</b>	<b>81378</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 2:** Re-appointment of Mr. Shivaputra G. Bellad who retires by rotation and being eligible, offers himself for re-appointment.**Resolution Required:** Ordinary Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL
<b>Total</b>	<b>350000</b>	<b>81378</b>	<b>23.25</b>	<b>81378</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 3:** Appointment of M/s Koshal & Associates, Chartered Accountants as Statutory Auditors of the Company in place of the retiring auditor M/s. Mohandas & Co., Chartered Accountants.**Resolution Required:** Ordinary Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL



<b>Total</b>	350000	81378	23.25	81378	NIL	100	NIL
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**Resolution 4:** To take the approval of Shareholders for creating charge(s)/hypothecation(s) under section 180(1)(a).

**Resolution Required:** Special Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL
<b>Total</b>	<b>350000</b>	<b>81378</b>	<b>23.25</b>	<b>81378</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 5:** To take the approval of Shareholders for increasing the borrowing limits under section 180(1)(c).

**Resolution Required:** Special Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL
<b>Total</b>	<b>350000</b>	<b>81378</b>	<b>23.25</b>	<b>81378</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 6:** To take the approval of Shareholders for investing monies under Section 186.

**Resolution Required:** Special Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL
<b>Total</b>	<b>350000</b>	<b>81378</b>	<b>23.25</b>	<b>81378</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>



**Resolution 7:** To adopt the new set of Articles of Association as per Companies Act 2013.

**Resolution Required:** Special Resolution

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)	% of votes against on votes polled (7)
Promoter and Promoter Group	196000	74500	38.01	74500	NIL	100	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	154000	6878	4.47	6878	NIL	100	NIL
<b>Total</b>	<b>350000</b>	<b>81378</b>	<b>23.25</b>	<b>81378</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

Kindly take the same on your records.

Thanking you,

Yours Truly,

For **BELL AGRO MACHINA LIMITED**

**ASHVIN THUMAR**  
**DIRECTOR**  
**DIN: 05142024**



*CS (Mrs.) Neelu Dhingra*

**Practising Company Secretary**

CP No. 13364

Residence-cum-office at:

A-1003, Bhoomi Hills, Thakur Village,

Kandivali (E), Mumbai – 400101

Email – [neeludhingra@gmail.com](mailto:neeludhingra@gmail.com)

Phone: +91-9820697755

**CONSOLIDATED SCRUTINIZERS REPORT**

Pursuant to rule section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

Bell Agro Machina Limited

Xth Central Mall, Shop No. 21,

Ist Floor, Mahavir Nagar,

Kandivali (W),

Mumbai – 400067

Twenty Sixth (26<sup>th</sup>) Annual General Meeting of the Equity Shareholders of Bell Agro Machina Limited Held on 24<sup>th</sup> September, 2015 at 10.30 A.M. at Kriish Cottage, C-101/201, Manas Building, Near St. Lawrence High School, Devidas Lane, Borivali (w), Mumbai – 400 103,

Dear Sir,

I, Mrs. Neelu Dhingra, Practising Company Secretary was appointed as Scrutinizer for the purpose of scrutinizing the votes cast “in favour or against” in remote e-voting and poll taken on the below mentioned resolution(s), at the 26<sup>th</sup> Annual General meeting of the Equity Shareholders of Bell Agro Machina Limited Held on 24<sup>th</sup> September, 2015 at 10.30 A.M. at Kriish Cottage, C-101/201, Manas Building, Near St. Lawrence High School, Devidas Lane, Borivali (w), Mumbai – 400 103. I submit my report as under:

1. The Remote e-voting was open from 9.00 A.M. Sunday, 20<sup>th</sup> September, 2015 to 5.00P.M., Wednesday, 23<sup>rd</sup> September, 2015.
2. The shareholders holding shares on the cut-off date Tuesday, 17th September, 2015 were allowed to vote through remote e-voting.
3. The Report of Remote E-Voting is based on the data downloaded from the E-Voting platform provided by National Securities Depository Limited (NSDL).
4. The Company provided facility for voting by polling paper to the members attending the meeting, who have not already cast their vote by remote e-voting.
5. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized.



# CS (Mrs.) Neelu Dhingra

Practising Company Secretary

CP No. 13364

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Email – [neeludhingra@gmail.com](mailto:neeludhingra@gmail.com)

Phone: +91-9820697755

7. After the completion of e-voting period, I unblocked the votes, in the presence of two witnesses.

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

## Item No.1 : Adoption of Audited Financial Statements for the year ended 31st March, 2015.

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

## Item No.2 : Re-appointment of Mr. Shivaputra G Bellad who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

## Item No.3 : Appointment of M/s Koshal & Associates, Chartered Accountant , as Statutory Auditor of the Company.

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--



**CS (Mrs.) Neelu Dhingra**

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**Item No.4: To take the approval of Shareholders for creating charge(s)/hypothecation(s) under Sec. 180(1)(a)**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.5: To take the approval of Shareholders for borrowing monies under section 180(1)(c).**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.6: To take the approval of Shareholders for investing money under section 186.**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.7: To adopt new set of Articles of Association as per Companies Act, 2013.**

Special Resolution



## CS (Mrs.) Neelu Dhingra

Practising Company Secretary

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PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	16	688	5	80690	21	81378	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

All the Resolutions were passed with requisite majority.

The relevant records relating to e-voting and poll shall remain in safe custody until the Chairman signs the minutes of the aforesaid Annual General Meeting and the same shall be handed over to the person authorized by the Board for safe keeping.

Thanking You,

Yours Truly



Neelu Dhingra  
Practising Company Secretary

Date: 26<sup>th</sup> September, 2015.

Place: Mumbai

