



CONSOLIDATED REPORT OF SCRUTINIZER

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

To,

The Chairman,

Bright Brothers Limited

Consolidated Scrutinizer's Report on voting through remote e-voting and ballot paper during the 77th Annual General Meeting of BRIGHT BROTHERS LIMITED held on Friday, September 27, 2024 at 11.30 a.m. IST at "Walchand Hirachand Hall", 4th Floor, Indian Merchant Chamber Building, IMC Marg, Churchgate, Mumbai- 400 020

- A. I, CS Abhishek Prakash (COP 13269), have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on Monday, May 13, 2024, to scrutinize the voting done by the shareholders of the Company through E-voting process and Ballot during the Annual General Meeting (AGM) held on Friday, September 27, 2024 at 11.30 a.m. IST pursuant to the provisions of Section 108 and 109 of the Act read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.
- B. Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening 77th Annual General Meeting of the Company and explanatory statement along with the procedure for e-voting and ballot paper voting during the AGM were sent to the shareholders whose e-mail addresses were registered with the Company's Registrar and Share Transfer Agent/Depository Participant(s) for communication purposes in compliance SEBI's circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023. The Company completed dispatch of Notice along with explanatory statement on Monday, September 02, 2024, to those members whose name(s) appeared on the Register of Members of the Company or Register of Beneficial Owner maintained by the Depositories as on Friday, August 30, 2024.
- C. The Company had availed e-voting facility from Link Intime India Private Limited (LIPL) for extending the facility of e-Voting to the shareholders of the Company. LIPL had provided a system

of recording votes of the shareholder electronically on all items of Business (both ordinary and special) sought to be transacted at Annual General Meeting of the Company. LIPL had extended the said facility via its website <https://instavote.linkintime.co.in>.

Further, a Ballot Box was kept for the purpose of voting through ballots. It was duly locked and was opened after closure of the meeting in front of witnesses; Mr. Siddhant Agarwal and Mr. Jalpesh Darji and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by Company/Registrar and Transfer Agents of the Company.

- D. The e-voting period commenced on Tuesday, September 24, 2024 at 9.00 a.m. and ended on Thursday, September 26, 2024 at 5.00 p.m. IST and the e-voting portal was blocked for voting thereafter. The votes cast through e-voting and during the AGM were unblocked in the presence of 2 (two) witnesses i.e. Mr. Siddhant Agarwal and Mr. Jalpesh Darji.
- E. The Register, in accordance with Rule 20(4)(xiv) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining the list of shares with differential voting rights.
- F. On the basis of the votes exercised by the shareholders of the Company through e-voting and by way of Ballot during the AGM held on Friday, September 27, 2024, I have issued this Scrutinizer's Report.

Date of the AGM	September 27, 2024
Total Number of Shareholders on record date	5071
No. of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	11
Public	30

Resolution Item No. 1 – Ordinary Resolution

Adoption of Financial Statements:

a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Report of the Board of Directors and the Auditor's Report thereon.

b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Report of Auditors thereon.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3079552	41300	1.3411	41300	0	100.0000	0.0000
	Poll		3038252	98.6589	3038252	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3079552	100.0000	3079552	0	100.0000	0.0000
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2600633	25687	0.9877	25683	4	99.9844	0.0156
	Poll		6139	0.2361	6139	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31826	1.2238	31822	4	99.9874	0.0126
Total		5680235	3111378	54.7755	3111374	4	99.9999	0.0001

Resolution Item No. 2 - Ordinary Resolution:

To declare dividend on equity shares for the financial year 2023-24.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3079552	41300	1.3411	41300	0	100.0000	0.0000
	Poll		3038252	98.6589	3038252	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3079552	100.0000	3079552	0	100.0000	0.0000
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2600633	25687	0.9877	25683	4	99.9844	0.0156
	Poll		6139	0.2361	6139	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31826	1.2238	31822	4	99.9874	0.0126
Total		5680235	3111378	54.7755	3111374	4	99.9999	0.0001

Resolution Item No. 3 - Ordinary Resolution:

To re-appoint Mr. Karan Bhojwani, Whole-time Director (DIN: 06423542), who is liable to retire by rotation

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3079552	41300	1.3411	41300	0	100.0000	0.0000
	Poll		3038252	98.6589	3038252	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3079552	100.0000	3079552	0	100.0000	0.0000
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2600633	25687	0.9877	25683	4	99.9844	0.0156
	Poll		6139	0.2361	6139	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31826	1.2238	31822	4	99.9874	0.0126
Total		5680235	3111378	54.7755	3111374	4	99.9999	0.0001

Resolution Item No. 4 - Ordinary Resolution:

To ratify the Payment of Remuneration to Cost Auditors for the financial year 2024-25

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3079552	41300	1.3411	41300	0	100.0000	0.0000
	Poll		3038252	98.6589	3038252	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3079552	100.0000	3079552	0	100.0000	0.0000
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2600633	25687	0.9877	25683	4	99.9844	0.0156
	Poll		6139	0.2361	6139	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31826	1.2238	31822	4	99.9874	0.0126
Total		5680235	3111378	54.7755	3111374	4	99.9999	0.0001

Resolution Item No. 5 - Ordinary Resolution

Approval to payment of remuneration to Mr. Karan Bhojwani (DIN: 06423542), Whole-time Director of the Company for remaining period of his term of 5 years

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3079552	41300	1.3411	41300	0	100.0000	0.0000
	Poll		3038252	98.6589	3038252	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3079552	100.0000	3079552	0	100.0000	0.0000
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2600633	25687	0.9877	25683	4	99.9844	0.0156
	Poll		6139	0.2361	6139	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31826	1.2238	31822	4	99.9874	0.0126
Total		5680235	3111378	54.7755	3111374	4	99.9999	0.0001

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-Voting together with the results of the e-Voting facilitated during the AGM.

It is to be noted that

1. The votes cast does not include abstained votes.
2. There were no invalid votes cast on the above resolutions.
3. The aforesaid resolutions were passed by the members of the Company with requisite majority

CS Abhishek Prakash

Practising Company Secretary
M No. F12716 | COP no. 13269
UDIN: F012716F001350283
Peer Review No: 3778/2023

Date: September 28, 2024**Place:** Mumbai

Sonali Pednekar

Company Secretary and Compliance Officer
Bright Brothers Limited
Membership No.: A25471

Date: September 28, 2024**Place:** Mumbai