

## **CONSOLIDATED SCRUTINIZER'S REPORT**

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

To

The Chairman

**The Bengal Rowing Club**

**CIN: U85300WB1929NPL006235**

13/2, Baroj Road, Rabindra Sarobar

Kolkata 700029

**88<sup>th</sup> Annual General Meeting of the members of The Bengal Rowing Club held on  
Wednesday, 03<sup>rd</sup> September, 2025 at 5:00 P.M., at the Registered Office of the  
Club/Company situated at 13/2, Baroj Road, Rabindra Sarobar, Kolkata - 700029, West  
Bengal, India**

Dear Sir,

In terms of the appointment as the Scrutinizer for remote e-voting process and physical voting by members of the Club/Company on the below mentioned resolutions, at the 88<sup>th</sup> Annual General Meeting of the members of The Bengal Rowing Club held on Wednesday, 03<sup>rd</sup> September, 2025 at 5:00 P.M., at the Registered Office of the Club/Company situated at 13/2, Baroj Road, Rabindra Sarobar, Kolkata - 700029, West Bengal, India, I hereby submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects as under:

1. The notice convening the 88<sup>th</sup> Annual General Meeting of the Club/Company has been mailed to all the members of the Club/Company on 12<sup>th</sup> August, 2025.
2. The remote e-voting period remained open from 31<sup>st</sup> August, 2025 (9:00 a.m.) to 2<sup>nd</sup> September, 2025 (5:00 p.m.) and was disabled for e-voting thereafter.

3. With the permission of the Chairman, both the ballot boxes placed at the meeting were shown as empty to all the members present at the 88<sup>th</sup> Annual General Meeting of the Club/Company, after which the locks were put with due identification marks placed by me, and the boxes were placed for the purpose of voting through ballot papers.
4. All the blank ballot papers were duly initialled by me for identification purposes.
5. After the voting by ballot papers got concluded, both the locked ballot boxes were subsequently opened in my presence, duly witnessed in the presence of one member who volunteered for the same, namely, Shri Prashant Kanoria (Membership No. K240); all the ballot papers were diligently scrutinized by me. All the ballot papers were reconciled with the records maintained by the Club/Company and with the proxies lodged with the Club/Company. The proxy forms received not later than 48 hours before the commencement of the meeting and as provided to me by the Club/Company has been duly perused by reconciling the same with the records maintained by the Club/Company.
6. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. On the face of the ballot papers, the reasons for marking them invalid have been mentioned.
7. After the conclusion of voting at the Annual General Meeting of the Club/Company, the counting of the votes casted by the members and proxy holders through ballot papers distributed at the Annual General Meeting was completed; I thereafter proceeded to unblock the votes casted through remote e-voting on this day itself, i.e. on 3<sup>rd</sup> September, 2025 around 6:01 P.M. in the presence of two witnesses, Ms. Tansi Agarwal and Ms. Nishu Shaw who are not in the employment of the Club/Company. They have signed below in confirmation of the same.

Tansi Agarwal.

Name: Ms. Tansi Agarwal

Nishu Shaw

Name: Ms. Nishu Shaw

8. I now hereby submit my consolidated report on the result of the remote e-voting which got concluded on 2<sup>nd</sup> September 2025 at 5:00 P.M. and on the result of valid votes casted through ballot papers at the venue of the Annual General Meeting, as under:

Item No. 1: Ordinary Business - Ordinary Resolution

Resolution No. 1:

**“RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 and the Reports of the Governing Body and the Auditors’ thereon as laid before this meeting, be and are hereby approved and adopted.”

Particulars	Remote e-voting	Voting at the AGM through Ballot paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	39	346	385	97.97
Dissent	0	0	0	0
Invalid	0	8	8	2.03

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 1** has been **passed unanimously**.

Item No. 2: Ordinary Business - Ordinary Resolution

Resolution No. 2:

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any

statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42 & 44 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Munish Jhaharia** (DIN-01108077), Club Membership No. J-176 as President of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

Particulars	Remote e-voting	Voting at the AGM through Ballot paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
<b>Assent</b>	39	346	385	97.97
<b>Dissent</b>	0	0	0	0
<b>Invalid</b>	0	8	8	2.03

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 2** has been **passed unanimously**.

Item No. 3: Ordinary Business - Ordinary Resolution

**Resolution No. 3:**

“**RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42 & 44 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Saurabh Bangur** (DIN-00236894), Club Membership No. B-365 as Vice President of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

Particulars	Remote e-voting	Voting at the AGM through Ballot paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
<b>Assent</b>	39	346	385	97.97

<b>Dissent</b>	0	0	0	0
<b>Invalid</b>	0	8	8	2.03

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 3** has been **passed unanimously**.

Item No. 4: Ordinary Business- Ordinary Resolution

**Resolution No. 4:**

*“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42 & 44 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Anupam Shah** (DIN-00791701), Club Membership No. S-560, as Hony. Secretary of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.*

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	39	346	385	97.97
<b>Dissent</b>	0	0	0	0
<b>Invalid</b>	0	8	8	2.03

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 4** has been **passed unanimously**.



Item No. 5: Ordinary Business- Ordinary Resolution

**Resolution No. 5:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Surendra Bagri** (DIN-00659888), Club Membership No B-410, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

Particulars	Remote e-voting	Voting at the AGM through Ballot paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	39	346	385	97.97
Dissent	0	0	0	0
Invalid	0	8	8	2.03

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 5** has been **passed unanimously**.

Item No. 6: Ordinary Business- Ordinary Resolution

**Resolution No. 6:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Ujjal Kumar Dugar** (DIN-05354422), Club Membership No. D-102,, as Member of the Governing Body of

*the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.*

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	36	344	380	96.69
<b>Dissent</b>	3	2	5	1.27
<b>Invalid</b>	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 6** has been **passed with requisite majority**.

**Item No. 7: Ordinary Business- Ordinary Resolution**

**Resolution No. 7:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Shrish Tapuria** (DIN-00395964), Club Membership No.T-074, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	38	346	384	97.71
<b>Dissent</b>	1	0	1	0.25
<b>Invalid</b>	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 7** has been **passed with requisite majority**.

Item No. 8: Ordinary Business- Ordinary Resolution

**Resolution No. 8:**

***“RESOLVED THAT*** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment **Shri Raj Bansal** (DIN-00545292), Club Membership No. B-357, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	38	346	384	97.71
<b>Dissent</b>	1	0	1	0.25
<b>Invalid</b>	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 8** has been **passed with requisite majority**.

Item No. 9: Ordinary Business- Ordinary Resolution

**Resolution No. 9:**

***“RESOLVED THAT*** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the



members of the Company be and is hereby accorded to the appointment **Shri Anand Daga** (DIN-00897988), Club Membership No. D-147, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	36	345	381	96.95
<b>Dissent</b>	3	1	4	1.01
<b>Invalid</b>	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 9** has been **passed with requisite majority**.

**Item No. 10: Ordinary Business- Ordinary Resolution**

**Resolution No. 11:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Rohit Bihani** (DIN-00179927), Club Membership No. B-423, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	38	346	384	97.71

<b>Dissent</b>	<b>1</b>	<b>0</b>	<b>1</b>	<b>0.25</b>
<b>Invalid</b>	<b>0</b>	<b>8</b>	<b>8</b>	<b>2.04</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 10** has been **passed with requisite majority**.

Item No. 11: Ordinary Business- Ordinary Resolution

**Resolution No. 11:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Naveen Bhat** (DIN-00288230), Club Membership No. B-450, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	<b>36</b>	<b>345</b>	<b>381</b>	<b>96.95</b>
<b>Dissent</b>	<b>3</b>	<b>1</b>	<b>4</b>	<b>1.01</b>
<b>Invalid</b>	<b>0</b>	<b>8</b>	<b>8</b>	<b>2.04</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 11** has been **passed with requisite majority**.

Item No. 12: Ordinary Business- Ordinary Resolution

Resolution No. 12:

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Piyush Bhagat** (DIN-00088777), Club Membership No. B-364, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

Particulars	Remote e-voting	Voting at the AGM through Ballot paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	38	345	383	97.45
Dissent	1	1	2	0.51
Invalid	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 12** has been **passed with requisite majority**.

Item No. 13: Ordinary Business- Ordinary Resolution

Resolution No. 13:

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Sanjay Jhunjhunwalla** (DIN-00233225), Club Membership No. J-133 as Member of the Governing

*Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.*

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	36	345	381	96.95
<b>Dissent</b>	3	1	4	1.01
<b>Invalid</b>	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 13** has been **passed with requisite majority**.

Item No. 14: Ordinary Business- Ordinary Resolution

**Resolution No. 14:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Amit Kumar Kajaria** (DIN-00416715), Club Membership No. K-273 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	38	345	383	97.46
<b>Dissent</b>	1	1	2	0.50

<b>Invalid</b>	<b>0</b>	<b>8</b>	<b>8</b>	<b>2.04</b>
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Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 14** has been **passed with requisite majority**.

Item No. 15: Ordinary Business- Ordinary Resolution

**Resolution No. 15:**

***“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Rohit Kedia** (DIN-06562024), Club Membership No. K-383 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.***

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	<b>38</b>	<b>346</b>	<b>384</b>	<b>97.71</b>
<b>Dissent</b>	<b>1</b>	<b>0</b>	<b>1</b>	<b>0.25</b>
<b>Invalid</b>	<b>0</b>	<b>8</b>	<b>8</b>	<b>2.04</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 15** has been **passed with requisite majority**.



Item No. 16: Ordinary Business- Ordinary Resolution

**Resolution No. 16:**

**“RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of **Shri Saurabh Agarwal** (DIN-00172778), Club Membership No. A-262 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

<b>Particulars</b>	<b>Remote e-voting</b>	<b>Voting at the AGM through Ballot paper</b>	<b>Total</b>	<b>Percentage (%)</b>
	<b>Number of Votes</b>	<b>Number of Votes</b>	<b>Number of Votes</b>	
<b>Assent</b>	38	345	383	97.46
<b>Dissent</b>	1	0	1	0.25
<b>Invalid</b>	0	9	9	2.29

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 16** has been **passed with requisite majority**.

Item No. 17: Ordinary Business- Ordinary Resolution

**Resolution No. 17:**

**“RESOLVED THAT** pursuant to the provisions of Section 139, 141 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014 as amended from time to time, M/s Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), be and is hereby re-appointed as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion

*of 93rd Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”*

<i>Particulars</i>	<i>Remote e-voting</i>	<i>Voting at the AGM through Ballot paper</i>	<i>Total</i>	<i>Percentage (%)</i>
	<i>Number of Votes</i>	<i>Number of Votes</i>	<i>Number of Votes</i>	
<i>Assent</i>	39	346	385	97.96
<i>Dissent</i>	0	0	0	0
<i>Invalid</i>	0	8	8	2.04

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 17** has been **passed unanimously**.

9. As per The Register, ballot papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Chairman for safe keeping.

*\*Note 1: The Details of the remote e-voting and of the voting conducted through ballot papers is attached in ‘Annexure-A’ to this Report.*

Thanking you

Mamta Binani  
Scrutinizer

Countersigned by:  
for **The Bengal Rowing Club**

(Chairman/Person authorized by the Chairman)

Date: 05.09.2025  
Place: Kolkata  
(Total 15 pages)