

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

**86th Annual General Meeting of the members of The Bengal Rowing Club held on
Saturday, 9th September, 2023 at 5:00 P.M., at the Registered Office of the 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 on the below mentioned resolution(s), at the 86th Annual General Meeting of the members of The Bengal Rowing Club held on Saturday, 9th September, 2023 at 5:00 P.M., at the Registered Office of the Company situated at 13/2, Baroj Road, Rabindra Sarobar, Kolkata - 700029, West Bengal, India, we hereby submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects as under:

1. The remote e-voting period remained open from 6th September, 2023 (9:00 a.m.) to 8th September, 2023 (5:00 p.m.) and was disabled for voting thereafter.
2. With the permission of the Chairman, the ballot box was shown as empty to all the members present at the Annual General Meeting of the Company, after which the lock was put and the box was placed for the purpose of voting through ballot papers.

Mamta Binani

3. The locked ballot box was subsequently opened in our presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company.
4. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
5. The notice convening the Annual General Meeting of the Company has been dispatched to all the members of the Company.
6. After counting the votes cast by the members only through ballot paper, as there were no proxy holders present at the 86th Annual General Meeting. The votes casted through remote e-voting was unblocked on 9th September, 2023 around 6:00 P.M. in the presence of two witnesses, Ms. Surabhi Kumari Gupta and Ms. Madhuri Pandey who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Surabhi Kumari Gupta

Name: Ms. Surabhi Kumari Gupta

Madhuri Pandey

Name: Ms. Madhuri Pandey

7. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

Item No. 1: Ordinary Business - Ordinary Resolution

Resolution No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of the Governing Body and Auditors' thereon.

Mamta Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)

Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	96	14	110	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	96	14	110	100

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 Manish Rungta (DIN-00385130), Club Membership No R-075, 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	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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

Manita Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)

Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

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 Surendra Bagri (DIN-00659888), Club Membership No. B-410 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	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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 Munish Jhajararia (DIN-01108077), Club Membership No. J-176 as Hony. Secretary of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

Mamta Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)

Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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 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 Deepak Jalan (DIN-00758690), Club Membership No. J-140, 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	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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

Mamta Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)
Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

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 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 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	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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

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 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”.

Mamta Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)

Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	88	14	102	91.89
Dissent	9	0	9	8.11
Invalid	0	0	0	0
Total	97	14	111	100

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 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 Kushal Rungta (DIN-00391336), Club Membership No. R-062, 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	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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

Mamta Binani

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 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 Tapuriah (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”.

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	90	14	104	93.69
Dissent	7	0	7	6.31
Invalid	0	0	0	0
Total	97	14	111	100

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. 10: “**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 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”.

Mamta Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)

Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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

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 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 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”.

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	96	14	110	99.1
Dissent	1	0	1	0.9
Invalid	0	0	0	0
Total	97	14	111	100

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

Mamta Binani

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 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".

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	14	111	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	14	111	100

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

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 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 Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made".

Mamta Binani

<i>Particulars</i>	<i>Remote e-voting</i>	<i>Voting at the AGM</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>	97	14	111	100
<i>Dissent</i>	0	0	0	0
<i>Invalid</i>	0	0	0	0
<i>Total</i>	97	14	111	100

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

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 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 Bhatler (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”.

<i>Particulars</i>	<i>Remote e-voting</i>	<i>Voting at the AGM</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>	87	14	101	90.99
<i>Dissent</i>	10	0	10	9.01
<i>Invalid</i>	0	0	0	0
<i>Total</i>	97	14	111	100

Based on the aforesaid result, we report that the **Ordinary Resolution** set out in **Item No. 14** has been **passed with requisite majority**.

Mamta Binani

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 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	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	96	14	110	99.1
Dissent	1	0	1	0.9
Invalid	0	0	0	0
Total	97	14	111	100

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 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 Jhunjunwala (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”.

Mamta Binani

Dr. (h.c) Mamta Binani (B.Com, FCS)
Advocate & Insolvency Professional

Registration No.: IBBI/IPA-002/IP-N00086/2017-2018/10227

Advocacy enrollment number.: F/95/206 of 2019

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	89	14	103	92.79
Dissent	8	0	8	7.21
Invalid	0	0	0	0
Total	97	14	111	100

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: Special Business- Special Resolution

Resolution No. 17: “**RESOLVED THAT** pursuant to provisions of section 14 and other applicable sections of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable provisions made there under (including any statutory modification(s) or re-enactment thereof for the time being in-force), the consent of the members of the Club be and is hereby accorded for substituting the following **Clause 7.B (vi)** of the Articles of Association:

Clause 7) B.vi) Honorary Invitee ‘A maximum of 30 Ladies and/or Gentlemen of eminent position and resident of Kolkata may be invited by the Governing Body to become Honorary Invitee of the Club for a maximum period of 2 years, beyond which the same can be renewed at the discretion of the Governing Body’.”

Particulars	Remote e-voting	Voting at the AGM	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	97	13	110	100
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	97	13	110	100

Mamta Binani

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

8. 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 Voting is attached in 'Annexure-A' to this Report in the form of excel sheet.*

Thanking you

MAMTA BINANI
ADVOCATE
Enroll No.: F/95/206 OF 2019

Mamta Binani

Mamta Binani
Scrutinizer

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

(Chairman/Person authorised by the Chairman)

Date: 12.09.2023

Place: Kolkata

(Total 14 pages)