

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

**87th Annual General Meeting of the members of The Bengal Rowing Club held on
Wednesday, 11th September, 2024 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 resolutions, at the 87th Annual General Meeting of the members of The Bengal Rowing Club held on Wednesday, 11th September, 2024 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 8th September, 2024 (9:00 a.m.) to 10th September, 2024 (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.

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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 and proxy holders only through ballot paper present at the 87th Annual General Meeting, the votes casted through remote e-voting was unblocked on 11th September, 2024 around 6:00 P.M. in the presence of two witnesses, Ms. Ankita Dutta and Ms. Surabhi Kumari Gupta who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ms. Ankita Dutta



Name: Ms. Surabhi Kumari Gupta

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, 2024 and the Report of the Governing Body and Auditors' thereon.



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“RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 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 Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	69	204	273	100
Dissent	0	0	0	0
Invalid	0	18	-	-

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 Surendra Bagri (DIN-00659888), Club Membership No. B-410 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 Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	69	204	273	100
Dissent	0	0	0	0
Invalid	0	18	-	0

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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 Munish Jhajaria (DIN-01108077), Club Membership No. J-176 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 Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	69	204	273	100
Dissent	0	0	0	0
Invalid	0	18	-	0

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”.

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Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	68	204	272	99.63
Dissent	1	0	1	0.37
Invalid	0	18	-	-

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

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 Manish Rungta (DIN-00385130), Club Membership No R-075, 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 Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	69	204	273	100
Dissent	0	0	0	0
Invalid	0	18	-	-

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

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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 through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	66	204	270	98.90
Dissent	3	0	3	1.10
Invalid	0	18	-	-

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 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”.

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Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	66	204	270	98.90
Dissent	3	0	3	1.10
Invalid	0	18	-	-

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 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 through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	68	204	272	99.63
Dissent	1	0	1	0.37
Invalid	0	18	-	-

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

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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 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”.

Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	67	204	271	99.27
Dissent	2	0	2	0.73
Invalid	0	18	-	-

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 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”.

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Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	66	204	270	98.90
Dissent	3	0	3	1.10
Invalid	0	18	-	-

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 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 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 through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	66	204	270	98.90
Dissent	3	0	3	1.10
Invalid	0	18	-	-

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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 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 Bhattar (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".

Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	64	204	268	98.17
Dissent	5	0	5	1.83
Invalid	0	18	-	-

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 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

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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 Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	67	204	271	99.27
Dissent	2	0	2	0.73
Invalid	0	18	-	-

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 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 Jhunjhunwala (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”.

Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	62	204	266	97.43
Dissent	7	0	7	2.57
Invalid	0	18	-	-

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

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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 Amit 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”.

Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	69	203	272	100
Dissent	0	0	0	0
Invalid	0	19	-	-

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

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 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”.

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Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	62	203	265	97.43
Dissent	7	0	7	2.57
Invalid	0	19	-	-

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 the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modifications or re-enactment thereof, for the time being in force) and the rules framed there under and subject to the necessary approvals of the statutory authority (s), if any, the consent of the members of the Club be and is hereby accorded for inclusion of the below clause in the Memorandum of Association of the Company and to incorporate a wholly owned Subsidiary Company.”

Particulars	Remote e-voting	Voting at the AGM through Polling paper	Total	Percentage (%)
	Number of Votes	Number of Votes	Number of Votes	
Assent	68	199	267	97.80
Dissent	1	5	6	2.20
Invalid	0	18	-	-

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

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Members have passed above-mentioned Special Resolution with modifications and assented for inclusion of below clause in Memorandum of Associations of the Club.

Clause 3.II.k "The company shall have the power to invest in, acquire shares or securities to incorporate wholly owned Subsidiary Company of the Club."

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

Mamta Binani
Scrutinizer

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

Countersigned by:
for *The Bengal Rowing Club*

(Chairman/Person authorised by the Chairman)

Date: 13.09.2024

Place: Kolkata

(Total 14 pages)