KAVITA PAMNANI & ASSOCIATES
COMPANY SECRETARIES

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COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & POLL FOR BHARAT BHUSHAN FINANCE & COMMODITY BROKERS LIMITED

[Pursuant to Section 108/109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Bharat Bhushan Finance & Commodity Brokers Limited,
23rd Annual General Meeting of Bharat Bhushan Finance & Commodity Brokers Limited held on Monday, 28th September 2015 at 11:00 a:m
At Shri Purushottom Hindi Bhawan Nyas Samiti (Regd.) 11 Vishnu
Digamber Marg, Rouse Avenue, New Delhi – 110002

Sub: Passing of Resolution through electronic and poll conducted at the 23rd AGM of Bharat Bhushan Finance & Commodity Brokers Limited (the Company) held on 28th September 2015.

The Board of Directors of the Company at its meeting held on 30th July, 2015 had appointed me as Scrutinizer for the purpose of scrutinizing the remote e- voting process pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 held between 24th September 2015 at 9.00 A.M. to 27th September 2015 at 5:00 P.M. and the Chairman of the 23rd Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll held at the 23rd AGM of the Company on 28th September 2015 pursuant to Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management & Administration)Rules, 2014 . The shareholders whose names appeared in the Register of Members/List of beneficial Owners as on 21st September, 2015 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of e voting.

The Company had appointed National Securities Depository Limited, (NSDL) as the Service Provider for extending the facility of remote e voting to the shareholders of the Company from Thursday, 24th September 2015 (9:00 a.m.) till Sunday, 27th September 2015 (5:00 p.m.). Alankit Assignments Limited is the Registrar and Share Transfer Agent of the Company. The remote e-voting results were unblocked by me on in the presence of two witnesses not in the

employment of the company immediately after the conclusion of voting at the 23rd AGM.

At the 23rd AGM of the Company held on 28th September 2015, the Chairman of the Company ordered the Poll to facilitate the members present in the meeting who could not participate in the e-voting to records their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in form MGT-13 dated 29th September, 2015.

Further empty ballot box was locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot was unlocked by me in the presence of two witnesses and the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under relating to voting through Remote E – Voting and voting by use of physical ballots by the shareholders at the venue of AGM on the Resolutions contained in the Notice of the 23rd AGM of Members of the Company. My responsibility as a scrutinizer for the remote E – Voting process and for the physical ballot voting at the AGM is restricted to make a scrutinizer' report of the votes cast "in favor" of or "against" the Resolutions as stated herein below, based on the report generated from the remote E Voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide E – Voting Facilities, engaged by a company and for voting by use of physical ballots at the venue of AGM.

I, hereby submit consolidated scrutinizer's Report pursuant to Rule 20(4)(xii) on the Resolutions proposed in the Notice of the aforesaid AGM. I have issued separate Scrutinizers' Report dated 29th September, 2015 on the remote e- voting and on the Poll through physical ballot voting in form MGT – 13 attached herewith as Annexure 1 and 2.

The Result of remote E-voting together with the Poll is as under:

Item No. of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item no. 1	E-voting	1645949	100	0	0	0

of the Notice (As an Ordinary Resolution)	Poll	30561	100	0	0	0
	TOTAL	1676510	100	0	0	0
Item no. 2 of the Notice (As an Ordinary Resolution)	E-voting	1645949	100	0	0	0
	Poll	30561	100	0	0	0
	TOTAL	1676510	100	0	0	0
Item no. 3 of the Notice (As an Ordinary Resolution)	E-voting	1645949	100	0	0	0
	Poll	30561	100	0	0	0
	TOTAL	1676510	100	0	0	0
Item no. 4 of the Notice (As an Ordinary Resolution)	E-voting	1645949	100	0	0	0
	Poll	30561	100	0	0	0
	TOTAL	1676510	100	0	0	0
Item no. 5 of the Notice (As an Ordinary Resolution)	E-voting	1645949	100	0	0	0
	Poll	30561	100	0	0.01	0
	TOTAL	1676510	100	0	0.01	0
Item no. 6 of the Notice (As an Special Resolution)	E-voting	1645949	0	0	0	0
	Poll	30561	0	0	0	0
	TOTAL	1676510	0	0	0	0

All the resolutions mentioned above stand passed under combined e-voting and poll with the requisite majority.

The Register and all other relevant papers and relevant records relating to remote e-voting as well as by Poll shall remain in our custody until the Chairman

considers, approves and signs the Minutes of the aforesaid 23rd AGM and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

Yours Faithfully

Kavita Pamnani
Company Secretary in Whole Time Practice
C.P. No. : 11099
Membership No.: F6288

Counter signed by
Mr. Vijay Bhushan
Chairman of the meeting

Place: New Delhi
Date: 29.09.2015