BRAND CONCEPTS

BRAND CONCEPTS LIMITED

CIN – L51909MH2007PLC174702
140/2/2 Ring Road Squire Musakhedi, INDORE 452 001 (M.P) INDIA
Phone: 91-731-422300, Fax- 4221222/444
Email: info@brandconcepts.in

Date: 01/10/2021

To,
National stock Exchange of India Limited
Listing and Compliance Department,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla complex,
Bandra East, Mumbai – 400051.

Script Code- BCONCEPTS

Subject: Voting Results as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

With reference to the above captioned subject, Brand Concepts Limited is hereby enclosed the Voting Results of 14th Annual General Meeting held on Thursday , 30th September 2021 at 10:30 AM. As pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Voting results annexed with this Letter.

We hereby request to kindly take the notice of above information on your record.

Yours Sincerely,
For Brand Concepts Limited

Swati Gupta

BRAND CONCEPTS LIMITED INDORE

Swati Gupta
Company Secretary & Compliance Officer
Mem No. A33016

MANJU MUNDRA & CO.
COMPANY SECRETARIES
302, Soni Mansion Building,
12-B, Ratlam Kothi, Indore-452001
Phone-4993107, 9303223239
Email-mmanjucs@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 read with Rules 20 (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

Name of the Company	**Brand Concepts Limited** **CIN: L51909MH2007PLC174702**
Meeting	**14th Annual General Meeting**
Day, Date & Time	**Thursday, 30th September, 2021 at 10:30 a.m.**
Deemed Venue	**Registered office situated at** Lotus Star, Plot No. D-5, Road No. 20, Marol MIDC, Andheri East, Mumbai – 400093 (MH)
Mode	**Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**

To,
The Chairman
14th Annual General Meeting of the Equity Shareholders

Sub: Passing of Resolution(s) through remote e-voting and voting electronically at the 14th Annual General Meeting (" AGM"} of Brand Concepts Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"} on 30th September, 2021, at 10.30 a.m (1ST}, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 and General Circular No.02/2021 dated 13th January 2021 issued by the Minsitry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 read with circular dated 15th January, 2021 issued by the Securities and Exchange Board of India ("SEBI"} commonly referred to as "MCA & SEBI CIRCULARS".

Manju Mundra & Co. INDORE Company Secretary

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1. I, Manju Mundra, Practising Company Secretary(CP-3454), having office at 302, Soni Mansion, 12-B Ratlam Kothi, Indore-452001, have been appointed as the Scrutinizer by the Board of Directors of Brand Concepts Limited **("the Company")** in their meeting held on 06-09-2021 for the remote e-voting as well as the e-voting by members at the 14th Annual General Meeting ("AGM") of "the Company" scheduled on Thursday, 30th September, 2021 at 10.30 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to the provisions of section 108 of the Companies Act, 2013 ("the Act'') read with Rules 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") as amended by the **"MCA & SEBI CIRCULARS"** issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.** My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

   The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

DISPATCH OF NOTICE

2. The Company has published an advertisement in **Free Press** (English newspaper) and in **Navshakti,** Marathi Newspaper on 8th September, 2021 specifying the date and time of the AGM, availability of the notice on Company's website, and Stock Exchange website, manner of registration of email ids, manner of voting through remote e-voting and e-voting during the AGM etc.

3. The Company has completed the dispatch of notice of AGM and Annual Report 2020-21 **by email** to all the members by 7th September, 2021 on the basis of the Register of Members and the list of beneficial owners made available by Big Share Services Private Limited, the Registrar and Transfer Agent (RTA) as email ids of all were registered with the Company in accordance with the MCA circulars.

4. The company has hosted the notice of AGM on its website, website of the CDSL, the agency providing the platform for remote e-voting and e-voting during AGM and also intimated the same to NSE emerge timely.

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MANAGEMENT RESPONSIBILITY

5. The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e voting at AGM on the resolutions contained in the notice to the 14th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the company to provide remote e-voting facilities and e-voting facility at the AGM.

CUT-OFF DATE

6. Voting rights were reckoned as on **Thursday, 23rd September, 2021**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

REMOTE E-VOTING

7. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) at www.evotingindia.com for conducting remote e-voting and e-voting at the AGM by the shareholder of the Company.

8. Remote e-voting platform was open from **9:00 a.m. (IST) on Monday, September 27, 2021 till 5:00 p.m. (IST) on Wednesday, September 29, 2021** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

VOTING AT AGM

9. In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e- voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

10. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had casted their votes through remote e-voting.

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11. On completion of e-voting during the AGM (though there was no e-voting at AGM), I unblocked the results of the remote e-voting and e-voting by members at the AGM on 30th September, 2021 in the presence of two witnesses, Mr. Palash Jain and Ms. Tamanna Wadhwani, who are not in the employment of the Company. They have signed at end in confirmation thereof. Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" /"against" each of the resolution that were put to vote, were generated from the e-voting website of CDSL

12. The votes received electronically (remote e-voting and e-voting at the AGM) were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as provided by the RTA.

RESULTS

13. I submit herewith the consolidated Scrutiniser's Report on the Results of the remote e-voting and e-voting at the AGM based on the reports generated by CDSL copy of which is enclosed as **Annexure "A"** and relied upon by me as under-

Number of members who cast their votes through remote e-voting and e-voting at AGM	Total no. of votes cast by them	Total number of valid votes	Total number of invalid votes
13	6268000	6268000	0

The resolution wise result is as under-

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.

Manner of voting	**Votes in favour of the resolution**			**Votes against the resolution**		**Invalid/Abstained votes**
	No. of members	No. of shares.	%	No. of shares	%	No. of shares
Remote e-voting	13	6268000	100	0	0	0

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e-voting at AGM	0	0	0	0	0	0
TOTAL	13	6268000	100	0	0	0

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mrs. Annapurna Maheshwari (DIN-00038346), who retires by rotation, and being eligible, offers herself for reappointment.

Manner of voting	**Votes in favour of the resolution**			**Votes against the resolution**		**Invalid/Abstained votes**
	No. of members	No. of shares.	%	No. of shares	%	No. of shares
Remote e-voting	13	6268000	100	0	0	0
e-voting at AGM	0	0	0	0	0	0
TOTAL	13	6268000	100	0	0	0

Resolution No. 3: Special Resolution

Appointment of Mr. Manish Saksena as an Independent Director.

Manner of voting	**Votes in favour of the resolution**			**Votes against the resolution**		**Invalid/Abstained votes**
	No. of members	No. of shares.	%	No. of shares	%	No. of shares
Remote e-voting	13	6268000	100	0	0	0
e-voting at AGM	0	0	0	0	0	0
TOTAL	13	6268000	100	0	0	0

Manju Mundra & Co. Company Secretary INDORE

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14. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Swati Gupta, Company Secretary and compliance Officer, for preserving safely after the Chairman considers, approve and signs the minutes of the AGM.

15. All the Resolutions mentioned in the AGM Notice as per the details above stands passed under Remote E-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

16. The company may accordingly declare the result of the voting to the respective authorities.

Thanking You,
Yours Faithfully,

Manju Mundra
Company Secretary
FCS: 4431 CP: 3454
UDIN- **F004431C001050014**

MANJU MUNDRA
Company Secretary
FCS 4431 CP 3454

Place: Indore
Date: 30th September, 2021

The following were the witnesses to the unblocking the votes cast through remote e-voting.

Palash Jain

Tamanna Wadhwani

Countersigned by:
For, Brand Concepts Limited

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Mr. Prateek Maheshwari
Chairman of the Meeting

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Annexure I

Format for Voting Results

Date of the AGM/EGM	30th September 2021
Total number of shareholders on record date	282
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	-
No. of Shareholders attended the meeting through Video Conferencing/Evoted Promoters and Promoter Group: Public	5(Five) 8 (Eight)

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INDORE

Registered Office: Lotus Star, Plot No. D-5, Road No. 20, Marol MIDC,
Andheri East Mumbai – 400093 (MH)

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Resolution/Agenda- wise disclosure

Resolution No: 1, As an Ordinary Resolution

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on vote polled (7)=[(5/(2)]*10**
Promoter and Promoter Group	**E-Voting**	5416000	5	0	5	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	5416000	5	0	5	0	100%	0
Public-Institutio n s	**E-Voting**	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutio n s	**E-Voting**	852000	8	0	8	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	852000	8	0	8	0	100%	0
Total		6268000	13	0	13	0	100%	0

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Resolution No: 2, As an Ordinary Resolution

2. To appoint a Director in place of Mrs. Annapurna Maheshwari (DIN-00038346), who retires by rotation, and being eligible, offers herself for reappointment

Resolution required: (Ordinary/ Special)		Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	5416000	5	0	5	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	5416000	5	0	5	0	100%	0
Public-Institutions	**E-Voting**	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	**E-Voting**	852000	8	0	8	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	852000	8	0	8	0	100%	0
Total		6268000	13	0	13	0	100%	0

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Resolution No: 3, As a Special Resolution

3. **Appointment of Mr. Manish Saksena as Independent Director.**

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5416000	5	0	5	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	5416000	5	0	5	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	852000	8	0	8	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	852000	8	0	8	0	100%	0
Total		6268000	13	0	13	0	100%	0

For Brand Concepts Limited

Swati Gupta

Swati Gupta
Company Secretary & Compliance Officer
Mem No. A33016

BRAND CONCEPTS LIMITED INDORE