

BENTLEY COMMERCIAL ENTERPRISES LTD.

Regd. Office : Bhansali House, A-5, Off Veera Desai Road, Andheri (West), Mumbai - 400 053.
Phone : (91-22) 2673 1779 • Fax : (91-22) 2673 1796 • E-mail : bentleycommercial@gmail.com
Website : www.bentleycommercialent.net • CIN : L24110MH1985PLC035396

To,

September 28, 2019

The Manager,
The BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Security Code : 512195

Subject: Scrutinizer's Report on the voting results of the business transacted at the 34th Annual General Meeting.

Dear Sir/Madam,

Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 please find attached the Report of the Scrutinizer dated September 28, 2019 on the voting results of the businesses transacted at the 34th Annual General Meeting of the Company.


The Scrutinizer's Report is also available on the website of the Company at www.bentleycommercialent.net

Kindly take the same on record.

Thanking You,

Yours' faithfully,

For Bentley Commercial Enterprises Limited


Jayesh B. Bhansali
Director
(DIN - 01062853)



Encl: As above

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

Date: September 28, 2019

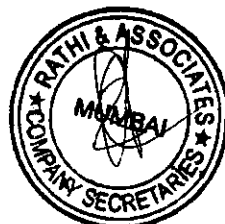
To,
The Chairman,
Bentley Commercial Enterprises Limited
Bhansali house, A-5,
Off. Veera Desai Road,
Andheri (West), Mumbai- 400 053

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at 34th Annual General Meeting of the members of Bentley Commercial Enterprises Limited

Bentley Commercial Enterprises Limited ("the Company"), at their Board meeting held on August 12, 2019 appointed M/s Rathi & Associates, Practicing Company Secretaries, as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice dated August 12, 2019, of the Annual General Meeting of the Company held on September 28, 2019, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of the Listing Agreement, relating to remote e-voting and physical ballot on the resolutions as contained in the aforesaid notice. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Link Intime (India) Private Limited and of voting through ballot as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide remote e-voting facilities.



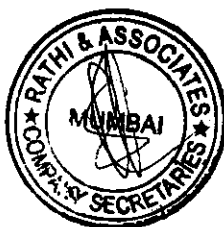
As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the 34th Annual General Meeting was sent to the Members by permitted means, for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an **Ordinary Resolution** to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon;
2. **Resolution No. 2** as an **Ordinary Resolution** to appoint Mrs. Meenakshi J. Bhansali (DIN: 06936671), who retired by rotation and being eligible, offered herself for re-appointment.
3. **Resolution No. 3** as a **Special Resolution** to re-appoint Mr. Aditya Srivastava (DIN: 07250865) as a Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f August 31, 2020.
4. **Resolution No. 4** as a **Special Resolution** to re-appoint Mr. Dipesh P. Sanghvi (DIN: 07274074) as a Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f August 31, 2020.

The Company provided the remote e-Voting facility offered by Link Intime (India) Private Limited to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facility was made available to members of the Company to exercise their voting rights from 9:30 a.m. of Wednesday, September 25, 2019 upto 5:00 p.m. of Friday, September 27, 2019. Accordingly, e-votes casted upto 5:00 p.m. of Friday, September 27, 2019 have been considered for our scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting was considered and thereafter through remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Chaitali Turakhia and Mr. Binit Kamdar. A summary of the votes cast by members through remote e-voting and physical ballots at the Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.



The results of the voting by members through remote e-voting and physical ballots at the Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Meeting.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**



**HIMANSHU S. KAMDAR
PARTNER
FCS NO: 5171
COP NO: 3030**



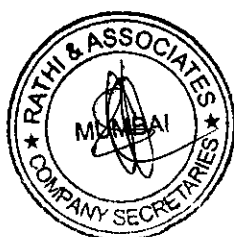
ANNEXURE

The summary of the votes cast through e-Voting and physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon.

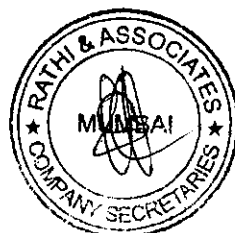
Sr. No.	Particulars	Resolution 1	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	0	0
b.	Remote e-Voting Confirmations received	10	7,39,150
	Total	10	7,39,150
c.	Less: Invalid Remote e-Voting confirmations	0	0
d.	Net Valid votes cast through Remote e-Voting	10	7,39,150
	(i) Remote e-Voting with assent for the Resolution	10	7,39,150
% of Assent			100.00
	(ii) Remote e-Voting with dissent for the Resolution	0	0
% of Dissent			0



For Resolution No.2:

Ordinary Resolution to appoint Mrs. Meenakshi J. Bhansali (DIN: 06936671), who retired by rotation and being eligible, offered herself for re-appointment.

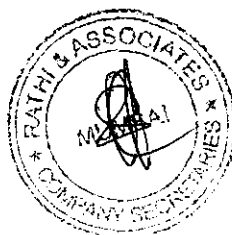
Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	0	0
b.	Remote e-Voting Confirmations received	10	7,39,150
	Total	10	7,39,150
c.	Less: Invalid Remote e-Voting confirmations	0	0
d.	Net Valid votes cast through Remote e-Voting	10	7,39,150
	(i) Remote e-Voting with assent for the Resolution	10	7,39,150
% of Assent			100.00
	(ii) Remote e-Voting with dissent for the Resolution	0	0
% of Dissent			0



For Resolution No. 3:

Special Resolution to re-appoint Mr. Aditya Srivastava (DIN: 07250865) as a Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f August 31, 2020.

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	0	0
b.	Remote e-Voting Confirmations received	10	7,39,150
	Total	10	7,39,150
c.	Less: Invalid Remote e-Voting confirmations	0	0
d.	Net Valid votes cast through Remote e-Voting	10	7,39,150
	(i) Remote e-Voting with assent for the Resolution	10	7,39,150
% of Assent			100.00
	(ii) Remote e-Voting with dissent for the Resolution	0	0
% of Dissent			0



For Resolution No. 4:

Special Resolution to re-appoint Mr. Dipesh P. Sanghvi (DIN: 07274074) as a Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f August 31, 2020.

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	0	0
b.	Remote e-Voting Confirmations received	10	7,39,150
	Total	10	7,39,150
c.	Less: Invalid Remote e-Voting confirmations	0	0
d.	Net Valid votes cast through Remote e-Voting	10	7,39,150
	(i) Remote e-Voting with assent for the Resolution	10	7,39,150
% of Assent			100.00
	(ii) Remote e-Voting with dissent for the Resolution		0
% of Dissent			0

