

# **PURBASHA RESOURCES LIMITED**

- Registered Office: PURBASHA HOUSE, 25, Park Lane, Kolkata – 700 016
- Phone: 2229-2881, 2249-5524, Fax: 91-33- 40625269
- Website: www.purbasharesources.in ● E- mail: corporate@purbasharesources.in
- CIN - L65993WB1980PLC032908

## **SUMMARY PROCEEDINGS OF THE 43<sup>RD</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF PURBASHA RESOURCES LIMITED HELD ON THURSDAY, 24<sup>TH</sup> DAY OF AUGUST, 2023 AT 11.30 A.M.**

The 43<sup>rd</sup> Annual General Meeting ('AGM') of the Members of the Company was held on Thursday, 24<sup>th</sup> August, 2023 at 11.30 a.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The meeting commenced at 11:30 a.m. (IST) and concluded at 12 Noon (IST) (including time allowed for e-voting at AGM).

Mr. Vikash Agarwal Binrajka, Chairman of the Company, could not join the AGM due to some personal exigency. In his absence Mr. Ayush Modi, Managing Director and CFO of the Company was elected as Chairman by the Board of Directors for conducting the proceedings of the 43<sup>rd</sup> AGM of the Company.

The Chairman welcomed the Members to the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. He introduced the Directors and Key Managerial Personnel who have joined the meeting via video conferencing. He also acknowledged the presence of Auditors joining over Video conferencing. He further informed the Members that all feasible efforts have been taken by the Company to ensure that the Members were able to attend and vote at the Meeting through electronic mode.

Thereafter Mrs. Rachana Singh, Company Secretary & Compliance Officer briefed about the guidelines to be followed during the Meeting for the shareholders. She also informed that the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice, Members who have not cast their vote by remote e-voting prior to the Meeting and who are participating in this Meeting may cast their votes during the Meeting through e-voting System provided by CDSL.

Total 16 Members attended the Meeting as per the records of attendance.

Thereafter the Chairman deliberated his speech and briefed the shareholders about the company's performance and after that with the consent of the Shareholders present at the meeting, the Notice convening the AGM and the Statutory & Secretarial Auditor's Report for the year ended 31<sup>st</sup> March, 2023 were taken as read. Thereafter, the Chairman took up the Agenda Item No. 1 & 2 one by one as contained in the Notice of the 43<sup>rd</sup> AGM of the Company and being interested in Agenda Item No. 3 relating to his re-appointment as Managing Director, he handed over the proceedings to Mr. Ramesh Bansal, Independent Director of the Company. Thereafter, he resumed the Chair and invited the members who would like to ask questions/express their views, if any, on the Agenda Items as set out in the Notice of the 43<sup>rd</sup> AGM of the Company. None of the shareholders raised any question / queries.

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The Chairman informed the Members that the Board of Directors had appointed Ms. Amber Ahmad, a Company Secretary in Practice and Proprietor of Messrs. Amber Ahmad & Associates, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and also e-Voting during the Meeting in a fair and transparent manner.

The Chairman announced that e-voting facility on CDSL platform was kept open for the next 15 minutes to enable those Members to cast their votes, who have not cast their vote earlier through remote e-voting. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchange and place the same on the website of the Company.

The following resolutions have been passed by the Members with requisite majority:

SI. No.	RESOLUTIONS	TYPE OF RESOLUTION
<b>ORDINARY BUSINESS:</b>		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2023 along with the Report of Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Ms. Vithika Agrawal Binjrajka (DIN: 05211125), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.	Ordinary
<b>SPECIAL BUSINESS:</b>		
3.	To re-appoint Mr. Ayush Modi (DIN: 07007194) as Managing Director of the Company for a term of three (3) years with effect from 14 <sup>th</sup> September, 2023.	Special

The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of the Central Depository Services (India) Limited. The Voting Results would also be forwarded to the Calcutta Stock Exchange Limited, where the Company's shares are listed.

# **PURBASHA RESOURCES LIMITED**

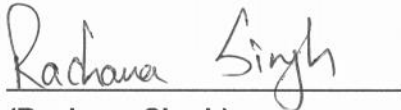
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All the Resolutions for consideration at the 43<sup>rd</sup> AGM in respect of the items set out in the Notice dated 30<sup>th</sup> May, 2023, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

This is for your information and records.

Thanking You,

Yours Sincerely,  
Purbasha Resources Limited



(Rachana Singh)

Company Secretary & Compliance Officer



**Voting Results of 43rd Annual General Meeting held on 24th August, 2023 at 11.30 A.M.**  
[Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of AGM		24th August, 2023						
Total Number of shareholders as on Cut Off date 17th August, 2023		942						
No. of shareholders present in the meeting either in person or through proxy		**NOT APPLICABLE						
-Promoters and Promoter Group		NA						
-Public		NA						
No. of shareholders attended the meeting through video Conferencing								
-Promoters and Promoter Group		2						
-Public		14						
**Note: The 43rd Annual General Meeting was held through Video Conferencing(VC)/Other Audio Visual Means (OAVM).								
Agenda Item 1		To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 along with the Report of 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	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1246200	1198300	96.1563	1198300	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1198300</b>	<b>96.1563</b>	<b>1198300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Intitutions	E-Voting	1754800	329688	18.7878	329688	0	100.0000	0.0000
	Poll*		31500	1.7951	31500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361188</b>	<b>20.5829</b>	<b>361188</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>3001000</b>	<b>1559488</b>	<b>51.9656</b>	<b>1559488</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Agenda Item 2	To appoint a Director in place of Ms. Vithika Agrawal Binrajka (DIN: 05211125), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.							
Resolution Required : (Ordinary/Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1246200	1198300	96.1563	1198300	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1198300</b>	<b>96.1563</b>	<b>1198300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Intitutions	E-Voting	1754800	329688	18.7878	329688	0	100.0000	0.0000
	Poll*		31500	1.7951	31500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361188</b>	<b>20.5829</b>	<b>361188</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>3001000</b>	<b>1559488</b>	<b>51.9656</b>	<b>1559488</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Agenda Item 3	To re-appoint Mr. Ayush Modi (DIN: 07007194) as Managing Director of the Company for a term of three (3) years with effect from 14th September, 2023.							
Resolution Required : (Ordinary/Special)	Special							
Whether promoter/promoter group are interested in the agenda/ resolution ?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1246200	1198300	96.1563	1198300	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1198300</b>	<b>96.1563</b>	<b>1198300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Intitutions	E-Voting	1754800	329688	18.7878	329688	0	100.0000	0.0000
	Poll*		31500	1.7951	31500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361188</b>	<b>20.5829</b>	<b>361188</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>3001000</b>	<b>1559488</b>	<b>51.9656</b>	<b>1559488</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

\*Votes mentioned under the head "poll" represents votes cast during AGM through e-voting.

All the resolutions for consideration at the 43rd AGM in respect of the items set out in the Notice dated 30th May, 2023 have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.





**CONSOLIDATED SCRUTINIZER'S REPORT  
(VOTING THROUGH REMOTE E-VOTING AND E-VOTING  
DURING THE ANNUAL GENERAL MEETING)**

[Pursuant to Section 108 of the Companies Act, 2013 (as amended) and the Companies  
(Management and Administration) Rules, 2014 (as amended)]

To,

The Chairman of 43<sup>rd</sup> Annual General Meeting of the Members of **Purbasha Resources Limited (CIN: L65993WB1980PLC032908)**, held on **Thursday, 24<sup>th</sup> August, 2023** at **11:30 A.M. (IST)** through **Video Conferencing ("VC")** or **Other Audio Visual Means ("OAVM")**.

Dear Sir,

1. I, Amber Ahmad, a Company Secretary in Practice and Proprietor of Amber Ahmad & Associates, Company Secretaries (FCS: 9312 and C.P. No.: 8581), Kolkata, have been duly appointed as the Scrutinizer by the Board of Directors of **Purbasha Resources Limited** (the "Company") for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during the Annual General Meeting under the provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2022 and 10/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 5<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12<sup>th</sup> May, 2020, 13<sup>th</sup> May, 2022 and 5<sup>th</sup> January, 2023 respectively issued by the Securities and Exchange Board of India (collectively referred to as the "SEBI Circulars") on the proposed resolutions contained in the Notice of 43<sup>rd</sup> Annual General Meeting of the Members of the Company dated 30<sup>th</sup> May, 2023 (the "Notice").
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the 43<sup>rd</sup> Annual General Meeting (the "AGM" or the "Meeting") on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide remote e-voting and e-voting during the AGM.





### *Continuation Sheet No. 2*

3. As confirmed by the Company, the Notice was sent through electronic mode to the Members whose email addresses were registered with the Company / Depositories / RTA in compliance with the MCA Circulars and SEBI Circulars. Further, the Company had uploaded the Notice of the AGM on the website of the Company, and also on CDSL's website and on the website of the Calcutta Stock Exchange.
4. Post dispatch of the Notice and the Annual Report 2022-23, the requisite advertisement pursuant to the Rules and the MCA Circulars containing all required information was published by the Company on 2<sup>nd</sup> August, 2023 in Kolkata Edition of "Financial Express" (English) and "Duranta Barta" (Bengali).
5. In terms of the aforesaid Notice, the remote e-voting facility was kept open for three days from **Monday, 21<sup>st</sup> August, 2023 at 10:00 A.M. (IST) to Wednesday, 23<sup>rd</sup> August, 2023 at 5:00 P.M. (IST)** and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by CDSL.
6. The Members of the Company as on the **"cut-off" date, i.e., Thursday, 17<sup>th</sup> August, 2023** were entitled to vote on the resolutions proposed in the Notice.
7. At the end of the remote e-voting period on 23<sup>rd</sup> August, 2023 at 5:00 P.M. (IST), the voting portal of CDSL was blocked forthwith.
8. Thereafter, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, I was provided access to the details such as the name, folio no., DP / Client ID and number of shares held by those Members who had opted for the remote e-voting except for the manner in which they have cast their votes.





# Amber Ahmad & Associates

COMPANY SECRETARIES

*Continuation Sheet No. 3*

9. At the AGM of the Company held on 24<sup>th</sup> August, 2023, the Chairman at the end of discussions on the resolutions announced that the facility for e-voting is available to the Members attending the Meeting through VC / OAVM, who did not participate in the remote e-voting, to record their votes.
10. Immediately after conclusion of the AGM on 24<sup>th</sup> August, 2023, e-voting during the Meeting were reckoned and thereafter the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of Ms. Afrin Amin and Mr. Faizul Bari who acted as witnesses (who are not in employment of the Company) as prescribed under sub-rule 4(xii) of Rule 20 of the Rules. They have signed below in confirmation of the votes being unblocked in their presence: -

*Afrin Amin*

Ms. Afrin Amin

*Faizul Bari*

Mr. Faizul Bari

11. Thereafter, the details containing, inter alia, list of the Members, who voted “for” or “against” on each of the resolutions that were put to vote, were derived from the reports generated from the e-voting website of CDSL, including votes cast by the Members during the AGM.
12. I have issued separate Scrutinizer’s Reports on the remote e-voting and e-voting during the AGM on the resolutions contained in the Notice. I submit herewith my Consolidated Scrutinizer’s Report on the results of voting through remote e-voting and e-voting during the AGM as under:-







# Amber Ahmad & Associates

COMPANY SECRETARIES

Continuation Sheet No. 4

## ORDINARY BUSINESS

Item No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 along with the Report of Board of Directors and Auditors thereon.						
Resolution Required	Ordinary						
Particulars	Remote E-Voting		E-Voting during the AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	1527988	3	31500	46	1559488	100.00
Dissent	0	0	0	0	0	0	0.00
Total Valid Votes Cast	43	1527988	3	31500	46	1559488	100.00
Abstain / Invalid Votes	0	0	0	0	0	0	

Item No. 2	To appoint a Director in place of Ms. Vithika Agrawal Binrajka (DIN: 05211125), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.						
Resolution Required	Ordinary						
Particulars	Remote E-Voting		E-Voting during the AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	1527988	3	31500	46	1559488	100.00
Dissent	0	0	0	0	0	0	0.00
Total Valid Votes Cast	43	1527988	3	31500	46	1559488	100.00
Abstain / Invalid Votes	0	0	0	0	0	0	





# Amber Ahmad & Associates

## COMPANY SECRETARIES

Continuation Sheet No. 5

Item No. 3	To re-appoint Mr. Ayush Modi (DIN: 07007194), as Managing Director of the Company for a term of three (3) years with effect from 14th September, 2023.						
Resolution Required	Special						
Particulars	Remote E-Voting		E-Voting during the AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	1527988	3	31500	46	1559488	100.00
Dissent	0	0	0	0	0	0	0.00
Total Valid Votes Cast	43	1527988	3	31500	46	1559488	100.00
Abstain / Invalid Votes	0	0	0	0	0	0	

Based on the aforesaid results, the resolution no.(s) 1 to 3 as contained in the Notice have been passed with the requisite majority.

All the relevant records relating to the remote e-voting and and e-voting during the AGM are under my safe custody and will be handed over to the Chairman or the Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully,  
For AMBER AHMAD & ASSOCIATES  
Company Secretaries

*Amber Ahmad*

CS AMBER AHMAD  
Proprietor  
Membership No.: FCS 9312  
C.P. No.: 8581  
Peer Review Certificate No.: 1339/2021  
UDIN: F009312E000856171



Countersigned by: *Radhana Singh*



Place: Kolkata  
Date: 24th August, 2023