

BHAIRAV ENTERPRISES LIMITED

Warden House, 340 J. J. Road, Byculla, Mumbai - 400 008.

CIN: L51909MH1984PLC217692 **PAN:** AACCB0934F

TEL: (91) 22 2302 7900 **FAX:** (91) 22 2307 7231

Website: www.bhairaventerprises.com

Email: cosec@bhairaventerprises.com / cosec@wardengroup.com

September 28, 2019

To,
Metropolitan Stock Exchange of India Limited
4th Floor, Vibgyor Towers,
Plot No. C-62, G- Block, Opp. Trident Hotel,
BandraKurla Complex, Bandra (East),
Mumbai- 400098

Ref: MCX Symbol: BHAIRAV

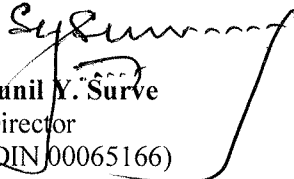
Dear Sir,

Sub: Annual General Meeting held on 27th September, 2019 – Voting Results

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith voting results and Scrutinizers Report on the resolutions passed at the 35th Annual General Meeting held on Friday the 27th September, 2019 for your information and records.

Thanking you,

Yours faithfully,
For **Bhairav Enterprises Limited**

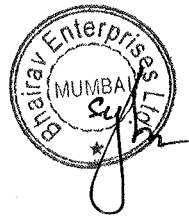

Sunil Y. Surve
Director
(DIN 00065166)



Encl: a/a

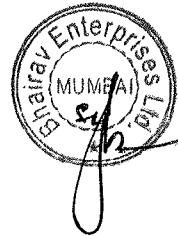
Annexure 1

SN	Description					
1.	Date of AGM	27 th September, 2019				
2.	Book Closure Date	Saturday, the 21 st September 2019 to Friday, the 27 th September 2019 (Both the days inclusive)				
3.	Total No. of shareholders on record date	104				
4.	No. of Shareholders Present in the Meeting either in person or through proxy	10				
	Shareholders	Present in Person	Present through Proxy	Total	Shares	% to Capital
	Promoters and Promoter Group	1	Nil	1	50	0.005%
	Public	9	Nil	9	2750	0.28%
	Total	10	Nil	10	2800	0.28%
5.	No. of Shareholders attended the meeting through Video Conferences	NIL				
	Promoters and Promoter Group					
	Public					



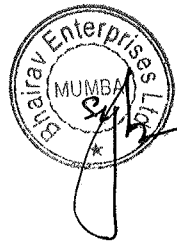
Results of 35th Annual General Meeting:

<u>Resolution No. 1</u>	To receive, consider and adopt the financial statements, including Balance Sheet as at March 31, 2019, statement of Profit and Loss Account and cash flow statement for the year ended on that date together with the Reports of Directors and Auditors							
<u>Resolution Required</u>	Ordinary Resolution							
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 favor on votes polled	% of Votes against on votes poll
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(1)]*100
Promoter and Promoter Group	E-voting	2,81,200	1,81,650	64.60	1,81,650	0	100%	0
	Poll		50	0.02	50	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	7,18,800	4,13,350	57.51	4,13,350	0	100%	0
	Poll		2,750	0.38	2,750	0	100%	0
Total		10,00,000	5,97,800	59.78	5,97,800	0	100%	0

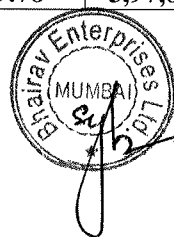


Resolution No. 2	Appointment of Mr. Sunil Y. Surve (DIN 00065166), as Director liable to retire by rotation.							
Resolution Required	Ordinary Resolution							
Whether promoter /promoter group are interested in the agenda / resolution: Yes.								
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favor on votes polled	% of Votes against on votes poll
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(1)]*100
Promoter and Promoter Group	E-voting	2,81,200	1,81,650	64.60	1,81,650	0	100%	0
	Poll		0	0	0	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	7,18,800	4,13,350	57.51	4,13,350	0	100%	0
	Poll		2,750	0.38	2,750	0	100%	0
	Total	10,00,000	5,97,750	59.78	5,97,750	0	100%	0

Note: One Director being interested voted, but voting not considered.



Resolution No. 3	Re-appointment of Mrs. Krishna Jain as Independent Director of the Company for the second term of five years							
Resolution Required	Special Resolution							
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 favor on votes polled	% of Votes against on votes poll
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(1)]*100
Promoter and Promoter Group	E-voting	2,81,200	1,81,650	64.60	1,81,650	0	100%	0
	Poll		50	0.02	50	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	7,18,800	4,13,350	57.51	4,13,350	0	100%	0
	Poll		2,750	0.38	2,750	0	100%	0
	Total	10,00,000	5,97,800	59.78	5,97,800	0	100%	0

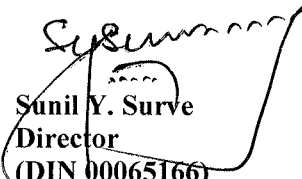


Resolution No. 4	To provide general authority to Board of Directors to do investments and give Loans under Section 186(3)							
Resolution Required	Special Resolution							
Whether promoter /promoter group are interested in the agenda / resolution: No.								
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favor on votes polled	% of Votes against on votes poll
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(1)]*100
Promoter and Promoter Group	E-voting	2,81,200	1,81,650	64.60	1,81,650	0	100%	0
	Poll		50	0.02	50	0	100%	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public – Non Institutions	E-voting	7,18,800	4,13,350	57.51	4,13,350	0	100%	0
	Poll		2,750	0.38	2,750	0	100%	0
	Total	10,00,000	5,97,800	59.78	5,97,800	0	100%	0

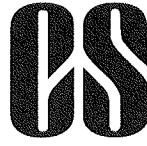
You are requested to take the above on record and oblige.

Thanking you,

Yours Faithfully,
For **Bhairav Enterprises Limited**


Sunil Y. Surve
Director
(DIN 00065166)





Zankhana Bhansali

F.C.S., LL.B., B.COM

Practicing Company Secretary

To,
The Chairman,
Mr. Sunil Y. Surve,
Bhairav Enterprises Limited
Warden House,
340 J.J. Road,
Byculla, Mumbai- 400008

Dear Sir,

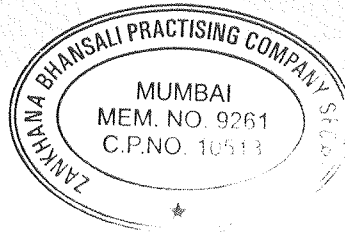
At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting on Poll by your Shareholders, at the 35th Annual General Meeting (AGM) of Bhairav Enterprises Limited(Company) held on Friday, 27th September, 2019 at 11.30 a.m.

Please find enclosed Consolidated Results of remote e-Voting & Poll. I have issued separate report on remote e-voting and the Report on Poll results at the AGM is issued by me and Mr. Shrikant Helgavkar, DP ID Client ID 12011300/Client ID No. 00628089, Shareholders scrutinizer of the Company appointed as Scrutinizer at the AGM.

My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by Central Depository Services (India) Limited (CDSL) and the Report on Poll Results prepared by me and Mr. Shrikant Helgavkar, DP ID Client ID 12011300/Client ID No. 00628089, Shareholders scrutinizer of the Company appointed as Scrutinizer at AGM, is based on the data available with the Company / provided by M/s Sharex Dynamics (India) Private Limited, Registrar and Share Transfer Agent.

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.

Zankhana Bhansali
Practicing Company Secretary
Membership No. 9261
CP No. 10513



Date: 28th September, 2019
Place: Mumbai

Consolidated Results

Based on Results of remote e-Voting & Poll at the 35th Annual General Meeting of Bhairav Enterprises Limited held on Friday, 27th September, 2019 at 11.30 a.m., Consolidated Results of each item on the Agenda as set out in the Notice dated 12th August, 2019 is annexed herewith.

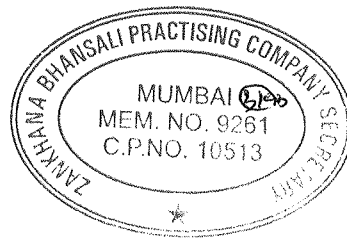
CONSOLIDATED RESULTS OF ITEM NO. 1 - ORDINARY RESOLUTION

Subject	To receive, consider and adopt the financial statements, including Balance Sheet as at March 31, 2019, statement of Profit and Loss Account and cash flow statement for the year ended on that date together with the Reports of Directors and Auditors.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	5,95,000	2,800	5,97,800	100%
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	5,95,000	2,800	5,97,800	100%

Accordingly, out of a total 5,97,800 valid votes cast via remote e-Voting and Poll, 5,97,800 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100%** of the votes polled; **NIL** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **NIL** % of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 1, of the Notice dated August 12, 2019 is passed with **REQUISITE MAJORITY**.



CONSOLIDATED RESULTS OF ITEM NO. 2 - ORDINARY RESOLUTION

Subject	Appointment of Mr. Sunil Y. Surve (DIN 00065166) as Director liable to retire by rotation
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	5,95,000	2,750	5,97,750	100%
Dissent	0	0	0	0
Invalid/Abstain	0	50	50	100%
Total	5,95,000	2,800	5,97,800	100%

Accordingly, out of a total 5,97,800 valid votes cast via remote e-Voting and Poll, 5,97,750 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting 99.99% of the votes polled; NIL votes were cast **DISSENTING** to the **Ordinary Resolution** constituting NIL % of the votes polled, 50 votes constituting 0.01% of polled were considered to be Invalid being interested in the resolution.

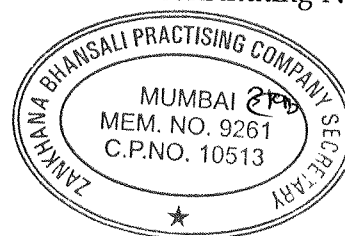
Thus, the **Ordinary Resolution** as contained in Item No. 2, of the Notice dated August 12, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 3 - SPECIAL RESOLUTION

Subject	Re-appointment of Mrs. Krishna Jain as Independent Director of the Company for the second term of five years
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	5,95,000	2,800	5,97,800	100%
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	5,95,000	2,800	5,97,800	100%

Accordingly, out of a total 5,97,800 valid votes cast via remote e-Voting and Poll, 5,97,800 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting 100% of the votes polled; NIL votes were cast **DISSENTING** to the **Ordinary Resolution** constituting NIL % of the votes polled.



Thus, the **Ordinary Resolution** as contained in Item No. 3, of the Notice dated August 12, 2019 is passed with **REQUISITE MAJORITY**

CONSOLIDATED RESULTS OF ITEM NO.4 - SPECIAL RESOLUTION

Subject	To provide general authority to Board of Directors to do investments and give Loans under Section 186(3).
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	5,95,000	2,800	5,97,800	100%
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	5,95,000	2,800	5,97,800	100%

Accordingly, out of a total 5,97,800 valid votes cast via remote e-Voting and Poll, 5,97,800 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100%** of the votes polled; **NIL** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **NIL** % of the votes polled.

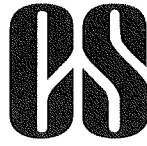
Thus, the **Special Resolution** as contained in Item No. 4, of the Notice dated August 12, 2019 is passed with **REQUISITE MAJORITY**.

Sankhans

Zankhana Bhansali
Practicing Company Secretary
Membership No. 9261
CP No. 10513

Date: 28th September, 2019
Place: Mumbai





Zankhana Bhansali

F.C.S., LL.B., B.COM

Practicing Company Secretary

Remote E-Voting Results

Report of Scrutinizer on remote E-voting process

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies, (Management and Administration) Rule, 2014)

To,
The Chairman,
Mr. Sunil Y. Surve,
Bhairav Enterprises Limited
Warden House,
340 J.J. Road,
Byculla, Mumbai- 400008

Sub: Scrutinizers Report on remote E-Voting Process conducted pursuant to the provisions of Section 108 of the Companies, Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 35th Annual General Meeting

1. In terms of provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended, I was appointed as Scrutinizer by the Company on August 12, 2019 to conduct the remote e-Voting process for passing the items on the agenda as contained in the Notice dated August 12, 2019.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NDSL) and Central Depository Services (India) Limited (CDSL), for the purpose of remote e-Voting, the Company completed dispatch of the Notice of remote e-Voting by permitted means on 6th September, 2019.
3. In terms of the aforesaid Notice, remote e-Voting was open for three days from Tuesday, 24th September, 2019 (9:00 a.m.) to Thursday, 26th September, 2019 (5:00 p.m.) and members were required to cast their votes electronically conveying their asset or dissent in respect of the Ordinary and Special Resolutions, on e-Voting platform provided by CDSL.
4. The Voting rights were reckoned as on September 20, 2019, being the Cut-Off date for the purpose of remote e-Voting.



Offi. : # F-079, 1st Floor, Raghuleela Mall, Kandivali (West), Mumbai - 400 067
M: +91 98209 47010 | E Mail : zankhana.bhansali@gmail.com

Resi. : B-301-302, Kusum Bharti, Opp. Tata SSL, Dattapada Road, Borivali (E), Mumbai - 400 066.

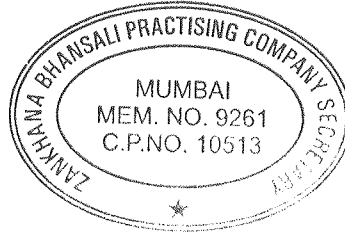
5. As required in the Rules, I unlocked the remote e-Voting on the platform provided by CDSL after completion of the remote e-Voting process at approximate 12.08 p.m. on the September 27, 2019, in the presence of Mr. Akhil Sahoo and Mr. Yogesh Bhatt.
6. Based on the results made available to me, 30 folios have cast their votes on the e-Voting platform and I have annexed with this Report, a summary of the e-Voting Results for each of the agenda items contained in the said Notice.

Yours Faithfully,

Zankhana Bhansali

Zankhana Bhansali
Practicing Company Secretary
CP No: 10513

Date: 28th September, 2019
Place: Mumbai



SUMMARY OF E-VOTING RESULTS

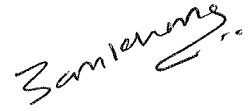
EVSN Reference No. 190823061

Voting Start Date: 24/09/2019 9.00 AM

Voting End Date: 26/09/2019 5.00 PM

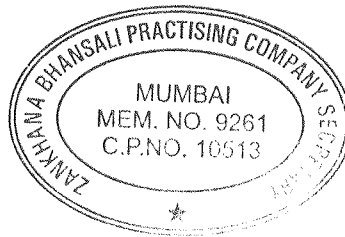
Items on the Agenda	Voted in Favour		Voted Against		Abstained	
	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes
1	30	5,95,000	0	0	0	0
2	30	5,95,000	0	0	0	0
3	30	5,95,000	0	0	0	0
4	30	5,95,000	0	0	0	0

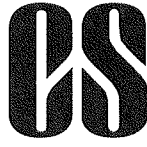
Yours Faithfully,



Zankhana Bhansali
Practicing Company Secretary
CP No: 10513

Date: 28th September, 2019
Place: Mumbai





Zankhana Bhansali

F.C.S., LL.B., B.COM

Practicing Company Secretary

Poll Results

Form No. MGT-13

Report of Scrutinizer

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

28th September, 2019

To,
The Chairman,
Mr. Sunil Y. Surve,
Bhairav Enterprises Limited
Warden House,
340 J.J. Road,
Byculla, Mumbai- 400008

AGM held on: Friday, September 27, 2019 at 11:30 a.m.

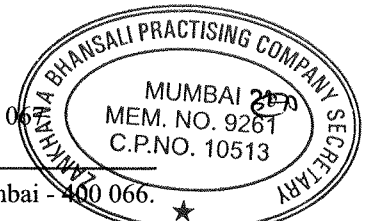
Dear Sir,

We, Zankhana Bhansali, Practicing Company Secretary and Mr. Shrikant Helgavkar, Member of the Company (DP ID Client ID 12011300/Client ID No. 00628089), appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolutions, at the Annual General Meeting of Bhairav Enterprises Limited held on **Friday, September 27, 2019** at 11.30 a.m., submit our report as under:

1. After the Chairman announced the commencement of voting, one ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Company / M/s Sharex Dynamc India Private Limited, Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

Offi. : # F-079, 1st Floor, Raghuleela Mall, Kandivali (West), Mumbai - 400 066
M: +91 98209 47010 | E Mail : zankhana.bhansali@gmail.com

Resi. : B-301-302, Kusum Bharti, Opp. Tata SSL, Dattapada Road, Borivali (E), Mumbai - 400 066. ★



3. There were no polling papers, which were incomplete and / or which were otherwise found defective.
4. The results of the poll for each item on the agenda are Resolution wise annexed to this report.
5. The poll papers and all other relevant records were sealed and have been duly handed over to Mr. Sunil Y. Surve, Director of the Company for keeping in safe record.

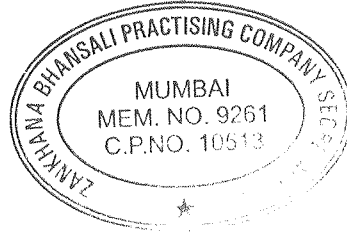
Samtelwens

[Signature]

Date: 28th September, 2019
Place: Mumbai

Zankhana Bhansali
Practising Company
Secretary
CP No: 10513

Mr. Shrikant Helgavkar
Shareholder Scrutinizer
(DP ID Client ID
12011300/Client ID No.
00628089)



Scrutinizers Report of Bhairav Enterprises Limited Results of Voting through poll:

(a) Item No 1: Ordinary Resolution:

To receive, consider and adopt the financial statements, including Balance Sheet as at March 31, 2019, statement of Profit and Loss Account and cash flow statement for the year ended on that date together with the Reports of Directors and Auditors

(i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
10	2,800	100%

(ii) Votes against the Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil



(b) Item No. 2: Ordinary Resolution

Appointment of Mr. Sunil Y. Surve (DIN 000065166), as Director liable to retire by rotation

(i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
9	2,750	100%

(ii) Votes against the Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil

(iii) Invalid/ Abstained Votes:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
1	50	Nil

* One Director voted to the above resolution, however being interested in the resolution, didn't consider his voting.

(c) Item No. 3: Special Resolution

Re-appointment of Mrs. Krishna Jain as Independent Director of the Company for the second term of five years.

(i) Voted in Favour of Resolution:

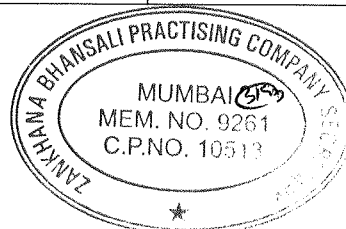
Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
10	2,800	100%

(ii) Votes against the Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil



(d) Item No. 4: Special Resolution

To provide general authority to Board of Directors to do investments and give Loans under Section 186(3).

(iv) Voted in Favour of Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
10	2,800	100%

(v) Votes against the Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil

(vi) Invalid Votes:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
Nil	Nil	Nil

Zankhana

[Signature]

Date: 28th September, 2019
Place: Mumbai

Zankhana Bhansali
Practicing Company
Secretary
CP No: 10513

Mr. Shrikant Helgavkar
Shareholder Scrutinizer
(DP ID Client ID
12011300/Client ID No.
00628089)

