# BENGAL & ASSAM COMPANY LIMITED

**Secretarial Deptt. :** 'Gulab Bhawan', 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 011 - 68201888, 68201899, Fax: 011-23739475

**Through BSE Listing Centre**

BACL:SECTL:SE:2026
8th September 2026

BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001

**Scrip Code: 533095**

Dear Sir,

**Re: Voting Results of the 79th Annual General Meeting (AGM) of the Company held on 8th September 2026 through Video Conferencing**

1. Please find attached herewith Consolidated Voting Results (Remote E-voting and E-voting during the AGM) on the Resolutions forming part of the Notice of the 79th AGM of the Company held on 8th September, 2026 at 3:00 P.M. through Video Conferencing **(Annexure-I)**. It may be noted that all the Resolutions were duly passed at the AGM, with requisite majority.

2. We hereby further inform that Shri Ronak Jhuthawat, Company Secretary in Practice, Scrutinizer has submitted his Consolidated Report dated 8th September, 2026 on Remote E-voting and the E-voting during the AGM. A copy of the said report is also enclosed herewith **(Annexure -2).**

Thanking you and assuring you of our best attention at all times.

Yours faithfully,
For Bengal & Assam Company Ltd.

DILLIP KUMAR SWAIN
Digitally signed by DILLIP KUMAR SWAIN
Date: 2026.09.08 19:42:03 +05'30'

(Dillip Kumar Swain)
Company Secretary &
Chief Compliance Officer

A

Encl: a.a.

CC: 1. Central Depository Services (India) Ltd.
Marathon Futurex, A-Wing, 25th Floor,
NM Joshi Marg, Lower Parel
Mumbai-400013

2. Notice Board of Registered & Administrative Office

**CIN :** L67120WB1947PLC221402, **Website :** www.bengalassam.com, **E-mail :** dswain@jkmail.com
**Regd. Office :** 7, Council House Street, Kolkata, West Bengal - 700 001
**Telephone :** 033 - 22486181 / 22487084, **Fax :** 033 - 22481641

BENGAL AND ASSAM COMPANY LIMITED

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

| | | |
|---|---|---|
| **Date of the AGM/EGM** | | 08/09/2026 |
| **Total number of shareholders on record date** | | 24931 |
| **No. of shareholders present in the meeting either in person or through proxy:** | | **Not Applicable** |
| | Promoters and Promoter Group: | |
| | Public: | |
| **No. of Shareholders attended the meeting through Video Conferencing** | | |
| | Promoters and Promoter Group: | 32 |
| | Public: | 53 |

Agenda-wise disclosure (to be disclosed separately for each agenda item)

| **Resolution No. 1** | **(Ordinary)** | Consideration and adoption of audited Financial Statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2026 and Reports of the Board of Directors and Auditors thereon. | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **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 | | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8310208 | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | 436908 | 86.48 | 436908 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 505185 | 436908 | 86.48 | 436908 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | | 915358 | 35.36 | 915341 | 17 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2588506 | 915358 | 35.36 | 915341 | 17 | 100.00 | 0.00 |
| **Total** | | **11403899** | **9655349** | **84.67** | **9655332** | **17** | **100.00** | **0.00** |

Bengal & Assam Company Ltd.

| Resolution No. 2 | (Ordinary) | Declaration of Dividend of Rs. 50/- per Equity Share of Rs. 10/- each for the Financial Year ended 31st March, 2026.. | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **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 | | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8310208 | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | 437090 | 86.52 | 437090 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 505185 | 437090 | 86.52 | 437090 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | | 915358 | 35.36 | 915348 | 10 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2588506 | 915358 | 35.36 | 915348 | 10 | 100.00 | 0.00 |
| **Total** | | 11403899 | 9655531 | 84.67 | 9655521 | 10 | 100.00 | 0.00 |

| Resolution No. 3 | (Ordinary) | Appointment of M/s. Ronak Jhuthawat and Co., Company Secretaries, as Secretarial Auditor of the Company for a term of five consecutive years, commencing from the Financial Year 2026-27 to the Financial Year 2030-21. | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | | | |
| **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 | | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8310208 | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | 437090 | 86.52 | 437090 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 505185 | 437090 | 86.52 | 437090 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | | 915358 | 35.36 | 915341 | 17 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2588506 | 915358 | 35.36 | 915341 | 17 | 100.00 | 0.00 |
| **Total** | | **11403899** | **9655531** | **84.67** | **9655514** | **17** | **100.00** | **0.00** |

Bengal & Assam Company Ltd.

| Resolution No. 4 | (Special) | Re-appointment of Smt. Vinita Singhania as Director liable to retire by rotation and continuation of her appointment as a Non-Executive Director of the Company. | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 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 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 | | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8310208 | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | 437090 | 86.52 | 435963 | 1127 | 99.74 | 0.26 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 505185 | 437090 | 86.52 | 435963 | 1127 | 99.74 | 0.26 |
| Public - Non Institutions | E-Voting | | 915358 | 35.36 | 915341 | 17 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2588506 | 915358 | 35.36 | 915341 | 17 | 100.00 | 0.00 |
| **Total** | | **11403899** | **9655531** | **84.67** | **9654387** | **1144** | **99.99** | **0.01** |

| Resolution No. 5 | (Special) | Re-appointment of Shri Upendra Kumar Gupta as Manager with the designation Chief Executive Officer and Chief Financial Officer of the Company for a period of three years w.e.f. 1st July, 2026. | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 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 | | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8310208 | 8303083 | 99.91 | 8303083 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | | 437090 | 86.52 | 437090 | 0 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 505185 | 437090 | 86.52 | 437090 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | | 915358 | 35.36 | 915336 | 22 | 100.00 | 0.00 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2588506 | 915358 | 35.36 | 915336 | 22 | 100.00 | 0.00 |
| **Total** | | 11403899 | 9655531 | 84.67 | 9655509 | 22 | 100.00 | 0.00 |

**For Bengal & Assam Company Limited**

**Date: 8th September, 2026**
**Place: New Delhi**

**(Dillip Kumar Swain)**
**Company Secretary &**
**Chief Compliance Officer**

Annexure- 2

## CONSOLIDATED SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,
The Chairperson,
79th Annual General Meeting of the Members of
**Bengal & Assam Company Limited**
7, Council House Street, Kolkata,
West Bengal, India, 700001

Dear Sir,

**Subject: 79th Annual General Meeting of the Members of Bengal & Assam Company Limited held on Tuesday, the 8th September, 2026 at 3:00 P.M. Indian Standard Time, through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").**

I, Ronak Jhuthawat, Partner of M/s Ronak Jhuthawat & Co., Company Secretaries (Firm Registration Number: P2025RJ104300) and a peer reviewed Company Secretaries firm (Peer Review Number: 6592/2025), have been appointed by the Board of Directors of **Bengal & Assam Company Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 79th Annual General Meeting in a fair and transparent manner, in respect of the business as per attached Annexure transacted at the 79th Annual General Meeting of the Members of the Company held on 8th September, 2026 through VC/OAVM (AGM).

I hereby submit my report as under-

Pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended thereto and, vide General Circular(s) of Ministry of Corporate Affairs ("MCA") No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated 22nd September, 2025 ('MCA Circulars') the said Circulars permit to hold Annual General Meeting via Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of Members at a common venue. The deemed venue of the 79th AGM shall be the Registered Office of the Company. As confirmed by the Company vide its Notice dated 29th May, 2026 sent to the Members in respect of the resolutions passed at the Annual General Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the above-mentioned circulars:

RONAK JHUTHAWAT & CO.
M No. F 9738
CP No. 12094
UDAIPUR
Company Secretaries

A. The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service provider, for the purpose of extending the facility of remote e-voting services to the Members of the Company to cast their votes through a secured electronic mode on the resolutions to be passed at the said AGM.

B. The Company had also provided e-voting facility to the Members who attended the AGM through VC / OAVM and not casted their vote through remote e-voting earlier.

C. The cut-off date for determining the eligibility of the Members to vote by remote e-voting or e-voting at the AGM was Tuesday, 1st September, 2026. As on "Cut-off" date i.e. Tuesday, 1st September, 2026, there were 24,931 (Twenty-Four Thousand Nine Hundred Thirty-One) number of Shareholders.

D. The remote e-voting facility started on Friday, 4th September, 2026 (10:00 A.M.) and ended on Monday, 7th September, 2026 (5:00 P. M.).

E. The requisite advertisements pursuant to Section 108 of the Act read with Rule 20(4)(v) of the Rules, as amended and in compliance with the Ministry of Corporate Affairs Circular No. 17/2020 dated 13th April, 2020 and 20/2020 dated 5th May, 2020 issued by MCA, were published in "Financial Express" (all Editions) in English language and in "Aajkal" (Kolkata) in Bengali language both on 12th August, 2026 & 18th August, 2026 respectively.

F. The votes cast through remote e-voting and through e-voting were unblocked at 04:11 P.M., after the conclusion of voting at the AGM held on Tuesday, 8th September, 2026 in the presence of two witnesses who were not the employees of the Company.

G. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com) and the votes cast by the Members during AGM held through VC / OAVM, the consolidated results of the remote e-voting and e-voting during AGM, on all items of the business transacted at the Annual General Meeting held on Tuesday, 8th September, 2026 are given in the Annexure enclosed herewith, forming part of this Report.

**CONCLUSION:**

All the Resolutions mentioned in the Annual General Meeting Notice dated 29th May, 2026 under the remote e-voting and e-voting through VC / OAVM during Annual General Meeting have been passed with requisite majority.

RONAK JHUTHAWAT & CO.
M No. F 9738
CP No. 12094
UDAIPUR
Company Secretaries

Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.**
**Practicing Company Secretaries**

RONAK JHUTHAWAT & CO.
M No. F9738
CP No. 12094
UDAIPUR
Company Secretaries

**Dr. CS Ronak Jhuthawat**
**Partner**
**Membership No. F9738**
**C.P. No. 12094**
**Peer Review: 6592/2025**
**Unique Code: P2025RJ104300**
**UDIN: F009738H001415802**

**Place: Udaipur**
**Date: 8th September, 2026**

**Counter signed by**
**For Bengal & Assam Company Limited**

Bengal & Assam Company Limited

**(Dillip Kumar Swain)**
**Company Secretary**
**Place: New Delhi**
**Date: 8th September, 2026**

Annexure

BENGAL & ASSAM COMPANY LIMITED

79th Annual General Meeting (AGM) held on Tuesday, 8th September, 2026 at 3:00 P. M. Indian Standard Time, through Video Conference (VC)/Other Audio Visual Means (OAVM)

CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & E-VOTING AT THE AGM

| Item No. of Notice of AGM | Subject matter of the Resolution (in brief) | | REMOTE E-VOTING | | E-VOTING AT AGM* | | TOTAL | | %age | Invalid Votes | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | No. of members voted | No. of valid votes cast | No. of members voted | No. of valid votes cast | No. of members voted | No. of valid votes cast | of total valid votes | No. of Members | No. of invalid votes |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) | (10) | (11) | (12) |
| 1 | Ordinary Resolution for consideration and adoption of audited Financial Statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2026 and Reports of the Board of Directors and Auditors thereon. | In Favour | 130 | 9606204 | 6 | 49128 | 136 | 9,655,332 | 100.00 | - | - |
| | | Against | 7 | 17 | - | - | 7 | 17 | 0.00 | | |
| | | **Total** | **137** | **9,606,221** | **6** | **49,128** | **143** | **9,655,349** | **100.00** | | |
| 2 | Ordinary Resolution for declaration of Dividend of ₹ 50/- per Equity Share of ₹ 10/- each (500%) for the Financial Year ended 31st March, 2026. | In Favour | 132 | 9606393 | 6 | 49128 | 138 | 9,655,521 | 100.00 | - | - |
| | | Against | 6 | 10 | - | - | 6 | 10 | 0.00 | | |
| | | **Total** | **138** | **9,606,403** | **6** | **49,128** | **144** | **9,655,531** | **100.00** | | |
| 3 | Ordinary Resolution for Appointment of M/s. Ronak Jhuthawat & Co. Company Seccretaries as Secretarial Auditor of the Company for a term of five consecutive years commencing from the Financial Year 2026-27 to the Financial Year 2030-31. | In Favour | 131 | 9606386 | 6 | 49128 | 137 | 9,655,514 | 100.00 | - | - |
| | | Against | 7 | 17 | - | - | 7 | 17 | 0.00 | | |
| | | **Total** | **138** | **9,606,403** | **6** | **49,128** | **144** | **9,655,531** | **100.00** | | |
| 4 | Special Resolution for re-appointment of Smt. Vinita Singhania as Director liable to retire by rotation and continuation of her appointment as a Non-Executive Director of the Company. | In Favour | 124 | 9605259 | 6 | 49128 | 130 | 9,654,387 | 99.99 | - | - |
| | | Against | 14 | 1144 | - | - | 14 | 1,144 | 0.01 | | |
| | | **Total** | **138** | **9,606,403** | **6** | **49,128** | **144** | **9,655,531** | **100.00** | | |
| 5 | Special Resolution for re-appointment of Shri Upendra Kumar Gupta as Manager with the Designation 'Chief Executive Officer and Chief Financial Officer' of the Company for a period of three years with effect from 1st July, 2026. | In Favour | 130 | 9606381 | 6 | 49128 | 136 | 9,655,509 | 100.00 | - | - |
| | | Against | 8 | 22 | - | - | 8 | 22 | 0.00 | | |
| | | **Total** | **138** | **9,606,403** | **6** | **49,128** | **144** | **9,655,531** | **100.00** | | |

Note: 1. This is the Annexure referred to in the Consolidated Scrutinizer's Report dated 8th September, 2026 and forming part of that Report.

2. *E-voting during Annual General Meeting is the facility provided to Members of the Company to cast their votes in the AGM held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") who did not cast their vote earlier.

3 One member abstained from voting on Resolution No. 1. Accordingly, the said member has not been considered for the purpose of determining the votes cast on the said resolution.

**For Ronak Jhuthawat & Co.**
**Practicing Company Secretaries**

RONAK JHUTHAWAT & CO. M No. F9738 CP No. 12094 UDAIPUR Company Secretaries

**Dr. CS Ronak Jhuthawat**
**Partner**
**Membership No. F9738 ; C.P. No. 12094**
**Peer Review: 6592/2025**
**Unique Code Number: P2025RJ104300**
**Udaipur, 8th September, 2026**
**UDIN: F009738H001415802**

**Counter signed by**
**For Bengal & Assam Company Limited**

**(Dilip Kumar Swain)**
**Company Secretary**
**Place : New Delhi**
**Date: 8th September, 2026**