



B. P. CAPITAL LIMITED

CIN NO. : L74899HR1994PLC072042

REGD.OFFICE: 138, Roz - Ka - Meo Industrial Area,
Sohna, Distt. Mewat, Sohna , Haryana, 122103

Phone: 0124-2362471

Email : bpcapitallimited@gmail.com, Website : www.bpcapital.in

Dated: 26th May, 2026

**To,
The Manager (Listing),
Bombay Stock Exchange Limited,
01st Floor, P. J. Towers,
Dalal Street, Mumbai - 400001**

Subject : Submission of Voting Results of the Extraordinary General Meeting of the Company pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref : BSE Scrip Code- 536965; DSE- File No. 8211; CSE- Scrip Code - 10012104

Dear Sir,

Please find enclosed herewith the Voting Results of the Extraordinary General Meeting of the Company pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, held on Monday, 25th May, 2026 at 10:00 A.M for your kind perusal.

We hope that you will find the above in order.

**Thanking You,
Yours Truly,
For B. P. Capital Limited**

**Shatrughan Sahu
Chief Financial Officer**

C.C. :

**The Manager (Listing),
The Delhi Stock Exchange Ltd.,
DSE House, 3/1, Asaf Ali Road,
New Delhi - 110002**

**The Manager (Listing),
Calcutta Stock Exchange Limited,
7, Lyons Range, Kolkata,
West Bengal - 700001**

Encl: As Above



Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: cskundanagrawal@gmail.com

FORM No. MGT - 13

Report of Scrutinizer

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

To
The Chairman,
M/s B. P. Capital Limited
Plot No 138, Roz Ka Meo Industrial Area,
Sohna, Mewat, Haryana - 122103.

Subject: For the Extraordinary General Meeting of the Members of B. P. Capital Limited held on Monday, 25th May, 2026 at 10:00 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana - 122103

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of M/s B. P. Capital Limited at their meeting held on 25.04.2026 for the purpose of scrutinizing the poll and ascertaining the requisite majority on poll as per provision of section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereunder for the Extraordinary General Meeting of the Company.

1. After the time fixed for closing of the poll by the Chairman, ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers if any, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
4. The result of the Poll is as under:

(a) Resolution No. 1

Adoption Of New Set Of Memorandum Of Association Pursuant To The Companies Act, 2013

- (i) Voted **in favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
34	2061374	100



(ii) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

**Total No of members present were 41 but 34 of them polled, 05 shareholders casted their votes through e-voting and 2 shareholders did not cast their votes.

(b) Resolution No. 2

Adoption Of New Set Of Articles Of Association Pursuant To The Companies Act, 2013

(iv) Voted **in favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
34	2061374	100

(v) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(vi) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

**Total No of members present were 41 but 34 of them polled, 05 shareholders casted their votes through e-voting and 2 shareholders did not cast their votes.



(c) **Resolution No. 3**

Approval For Shifting Of Registered Office Of The Company From The "State Of Haryana" To "National Capital Territory Of Delhi" And Consequent Alteration Of The Situation Clause Of The Memorandum Of Association Of The Company

(vii) Voted **in favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
34	2061374	100

(viii) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(ix) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

**Total No of members present were 41 but 34 of them polled, 05 shareholders casted their votes through e-voting and 2 shareholders did not cast their votes.

5. The Poll Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Extraordinary General Meeting.

6. The combined results of the votes (electronic and physical) are annexed as **Annexure-1** with this report.

7. The above mentioned resolutions have been duly passed with requisite majority.

Thank you,
Yours faithfully

**For Kundan Agrawal & Associates
Company Secretaries**



**Kundan Agrawal
Scrutinizer
Membership No.: 7631
C P No 8325
UDIN:-F007631H000477430**

**Place: Delhi
Date:26-05-2026**



Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: cskundanagrwal@gmail.com

Report of Scrutinizer (E-Voting)
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Extraordinary General Meeting of the members of **M/s B. P. Capital Limited ("the Company")** held on Monday, 25th May, 2026 at 10:00 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana – 122103.

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting as per provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for Extraordinary General Meeting of B. P. Capital Limited held on Monday, 25th May, 2026 at 10:00 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana – 122103.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of Extraordinary General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast in favor or against the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Service (India) Limited (CDSL), for the e-voting process engaged by the Company.

Further to the above, I submit my report as under:-

1. The e-voting period remained open from 22nd May, 2026 (09:00 A.M.) to 24th May, 2026 (05:00 P.M.). The Extraordinary General Meeting of the company is held on Monday, 25th May, 2026.
2. The Members of the Company as on the cut-off date i.e. 18th May, 2026 were entitled to vote on the resolution.
3. The Votes cast were unblocked on 25th May, 2026.
4. Thereafter the details containing inter alia, list of Equity Shareholder(s), who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website of **Central Depository Service (India) Limited (CDSL)**. i.e. www.evotingindia.com.



THE RESULT OF THE VOTE'S CASTED ELECTRONICALLY IS AS UNDER:

Item No. 1 of the Notice: Special Resolution

Adoption Of New Set Of Memorandum Of Association Pursuant To The Companies Act, 2013

(i) Voted in favour of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	50301	100

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 2 of the Notice: Special Resolution

Adoption Of New Set Of Articles Of Association Pursuant To The Companies Act, 2013

(i) Voted in favour of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	50301	100

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 3 of the Notice: Special Resolution

Approval For Shifting Of Registered Office Of The Company From The "State Of Haryana" To "National Capital Territory Of Delhi" And Consequent Alteration Of The Situation Clause Of The Memorandum Of Association Of The Company



(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	50301	100

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	2	100

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

The above-mentioned resolutions have been duly passed with requisite majority.

Thanking You,

Yours Faithfully

**For Kundan Agrawal & Associates
Company Secretaries**



**Kundan Agrawal
Scrutinizer
Membership No.: 7631
C P No 8325
UDIN:-F007631H000477430
(KUNDAN AGRAWAL & ASSOCIATES)**

**Place: Delhi
Date: 26-05-2026**

Witness:

Stisha
: *Stisha*
Occupation - *jas*
C-369 *Surya Nagar*
Ghaziabad, U.P. 201011.

Witness:

Saurav
: *Saurav*
Occupation: *Business*
F-14, *Subhash Chowk,*
Kirti Nagar, Delhi-110012.



Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: cskundanagrwal@gmail.com

Annexure-1

CONSOLIDATED SCRUTINIZER'S REPORT (E-VOTING & POLL)

REPORT OF SCRUTINIZER APPOINTED BY THE BOARD OF DIRECTORS FOR THE EXTRAORDINARY GENERAL MEETING OF B. P. CAPITAL LIMITED HELD ON MONDAY, 25TH MAY, 2026 AT 10:00 A.M. AT PLOT NO 138, ROZ KA MEO INDUSTRIAL AREA, SOHNA, MEWAT, HARYANA - 122103

The Extraordinary General Meeting of the Members of B. P. Capital Limited has been held on Monday, 25th May, 2026 at 10:00 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana - 122103, for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the Notice of Extraordinary General Meeting of M/s B. P. Capital Limited dated 25th April, 2026.

The undersigned **Mr. Kundan Agrawal, Practicing Company Secretary** was appointed as the Scrutinizer, by the Board of Directors of M/s B. P. Capital Limited at their Board Meeting held on 25th April, 2026 for the Extraordinary General Meeting of the Company held on 25th May, 2026. The result of the poll & e-voting conducted for the Extraordinary General Meeting is as under:-

Resolution No. 1

Nature of Resolution **Special Resolution**

Subject Matter: Adoption Of New Set Of Memorandum Of Association Pursuant To The Companies Act, 2013

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	34	2061374 (97.62)	0	0	0	0
By E-Voting	11	50301 (2.38)	2	2 (0.00)	0	0
Consolidated Votes	45	2111675 (100.00)	2	2 (0.00)	0	0



Resolution No. 2

Nature of Resolution **Special Resolution**

Subject Matter: Adoption Of New Set Of Articles Of Association Pursuant To The Companies Act, 2013

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	34	2061374 (97.62)	0	0	0	0
By E-Voting	11	50301 (2.38)	2	2 (0.00)	0	0
Consolidated Votes	45	2111675 (100.00)	2	2 (0.00)	0	0

Resolution No. 3

Nature of Resolution **Special Resolution**

Subject Matter: Approval For Shifting Of Registered Office Of The Company From The “State Of Haryana” To “National Capital Territory Of Delhi” And Consequent Alteration Of The Situation Clause Of The Memorandum Of Association Of The Company

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	34	2061374 (97.62)	0	0	0	0
By E-Voting	11	50301 (2.38)	2	2 (0.00)	0	0
Consolidated Votes	45	2111675 (100.00)	2	2 (0.00)	0	0



The above mentioned resolutions have been duly passed with requisite majority.

Thanking You,

Yours Faithfully

**For Kundan Agrawal & Associates
Company Secretaries**



**Kundan Agrawal
Scrutinizer
Membership No.: 7631
C P No 8325
UDIN:-F007631H000477430
(KUNDAN AGRAWAL & ASSOCIATES)**

**Place: Delhi
Date: 26-05-2026**

Witness:

Stisha
: _____
Stisha
Occupation - *Job*
C-369, Surya Nagar
Ghaziabad, U.P. 201011.

Witness:

Saurav Upadhyay
: _____
Saurav Upadhyay
Occupation: *Business*
F-14, Seebasth Chowk,
Laxmi Nagar, Delhi - 92