



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: 01st October, 2025

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

Subject : Submission of Voting Results of the 32nd Annual 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 32nd Annual 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, 29th September, 2025 at 10:00 A.M for your kind perusal.

We hope that you will find the above in order. This is for your information and records please.

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

Sakshi Gupta
Digitally signed by
Sakshi Gupta
Date: 2025.10.01
13:32:27 +05'30'

**Sakshi Gupta
Company Secretary**

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,
Kolkatta, West Bengal - 700001**

Encl: As Above



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

REPORT OF SCRUTINIZER APPOINTED BY THE BOARD OF DIRECTORS FOR THE 32ND ANNUAL GENERAL MEETING OF B. P. CAPITAL LIMITED HELD ON MONDAY, 29TH SEPTEMBER, 2025 AT 10:00 A.M. AT PLOT NO 138, ROZ KA MEO INDUSTRIAL AREA, SOHNA, MEWAT, HARYANA – 122103

The 32nd Annual General Meeting of the Members of B. P. Capital Limited has been held on Monday, 29th September, 2025 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 32nd Annual General Meeting of M/s B. P. Capital Limited dated 02nd September, 2025.

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 02nd September, 2025 for the 32nd Annual General Meeting of the Company held on 29th September, 2025. The result of the poll & e-voting conducted for the Annual General Meeting is as under:-

Resolution No. 1

Nature of Resolution **Ordinary Business-Ordinary Resolution**

Subject Matter: To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2025 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2025 and the Report of the Board of Directors and Auditors thereon

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	29	2061367 (97.97)	0	0	0	0
By E-Voting	47	42761 (2.03)	2	3 (0.00)	0	0
Consolidated Votes	76	2104128 (100.00)	2	3 (0.00)	0	0

Nature of
Resolution Ordinary Business-Ordinary Resolution

Subject Matter: To appoint a Director in place of Mr. Rachit Garg (DIN:07574194), who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of 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 Shareholder	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	28	2061357 (97.97)	0	0	0	0
By E-Voting	47	42761 (2.03)	2	3 (0.00)	0	0
Consolidated Votes	75	2104118 (100.00)	2	3 (0.00)	0	0

Nature of
Resolution Special Business-Ordinary Resolution

Subject Matter: Approval for Related Party Transaction(s)

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	20	1621913 (97.43)	0	0	0	0
By E-Voting	47	42761 (02.57)	2	3 (0.00)	0	0
Consolidated Votes	67	1664674 (100.00)	2	3 (0.00)	0	0

Nature of Resolution Special Business-Ordinary Resolution

Subject Matter: Appointment of Secretarial Auditor


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	29	2061367 (97.97)	0	0	0	0
By E-Voting	47	42761 (2.03)	2	3 (0.00)	0	0
Consolidated Votes	76	2104128 (100.00)	2	3 (0.00)	0	0

All of 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:- F007631G001412606

Place: Delhi
Date: 30/09/2025

Witness:


Stisha
Occupation - JAS
C-369, Surya Nagar
Ghaziabad, U.P. 201011.

Witness:


Saurav Upadhyay
Occupation: Business
F-14, Subhash Chowk,
Kirti Nagar, Delhi-92



Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: agrawal.kundan@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 32nd Annual General Meeting of the members of **M/s B. P. Capital Limited ("the Company")** held on Monday, 29th September, 2025 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 Annual General Meeting of B. P. Capital Limited held on Monday, 29th September, 2025 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 32nd Annual 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 26th September, 2025 (09:00 A.M.) to 28th September, 2025 (05:00 P.M.). The Annual General Meeting of the company is held on Monday, 29th September, 2025.
2. The Members of the Company as on the cut-off date i.e. 22nd September, 2025 were entitled to vote on the resolution.
3. The Votes cast were unblocked on 29th September, 2025.
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: Ordinary Business - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2025 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2025 and the Report of the Board of Directors and Auditors thereon.

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
47	42761	100

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	3	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: Ordinary Business- Ordinary Resolution

To appoint a Director in place of Mr. Rachit Garg (DIN:07574194), who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of 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
47	42761	100

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	3	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 Business- Ordinary Resolution

Approval of Related Parties Transaction(s)

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
47	42761	100

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	3	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. 4 of the Notice: Special Business- Ordinary Resolution

Appointment of Secretarial Auditor

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
47	42761	100

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	3	100

(iii) Invalid Votes:

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

All of 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:- F007631G001412606

**Place: Delhi
Date: 30/09/2025**

Witness:


Occupation - Job
C-369, Surya Nagar
Ghaziabad, U.P. 201011.

Witness:


Saurav Upadhyay
Occupation: Business
F-14, Subhash Chowk,
Kirti Nagar, Delhi-92



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 32nd Annual General Meeting of the Members of B. P. Capital Limited held on Monday, 29th September, 2025 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 02.09.2025 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 32nd Annual 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

To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2025 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2025 and the Report of the Board of Directors and Auditors thereon.

- (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
29	2061367	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 36 but 29 of them polled and 07 shareholders casted their votes through evoting,

(b) Resolution No. 2

To appoint a Director in place of Mr. Rachit Garg (DIN:07574194), who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of 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
28	2061357	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 36 but 28 of them polled. Mr. Rachit Garg, being the related party abstained himself from the present resolution and 07 shareholders casted their votes through evoting,

(c) Resolution No. 3

Approval of Related Parties Transaction(s)

(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
20	1621913	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 36 but 20 of them polled. 09 shareholders being the related parties, abstained themselves from the present resolution and 07 shareholders casted their votes through evoting,

(d) Resolution No. 4

Appointment of Secretarial Auditor

(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
29	2061367	

(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 36 but 29 of them polled and 07 shareholders casted their votes through evoting,


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 Annual General Meeting.
6. The combined results of the votes (electronic and physical) are annexed as **Annexure-1** with this report.
7. All of 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:- F007631G001412606


Place: Delhi
Date: 30/09/2025

Witness:



Occupation - Jas
C-369 Surya Nagar
Ghaziabad, U.P. 201011.

Witness:



Saurav Upadhyay
Occupation: Business
F-14, Subhash chowk,
Kirti Nagar, Delhi - 110015