



BRAND CONCEPTS LIMITED

CIN – L51909MP2007PLC066484
140/2/2, Musakhedi Square, Ring Road, Indore 452001 (M.P) INDIA
Phone: 91-731-422300, Fax- 4221222/444
Email: info@brandconcepts.in

Date: 14.07.2023

To,
National Stock Exchange of India Limited
Listing & Compliance Department
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai - 400051

To,
BSE Limited
Listing & Compliance Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400001

Symbol: [BCONCEPTS]

Scrip Code: 543442

Subject: Voting Results & Scrutinizer Report as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Mam,

With reference to the above captioned subject, Brand Concepts Limited is herewith enclosing the Voting Results & the Scrutinizer Report of 15th Extra Ordinary General Meeting held on Thursday, 13th July, 2023 at 11:00 a.m.

The same is uploaded on the website of the company www.brandconcepts.in

We hereby request to kindly take the notice of above information on your record.

**Yours Sincerely,
For Brand Concepts Limited**

**Swati Gupta
Company Secretary & Compliance Officer
Mem No. A33016**



**BRAND
CONCEPTS**

BRAND CONCEPTS LIMITED

CIN - L51909MH2007PLC174702

140/2/2 Ring Road Squire Musakhedi, INDORE 452 001 (M.P) INDIA

Phone: 91-731-422300, Fax- 4221222/444

Email: info@brandconcepts.in

Format for Voting Results

Annexure I

Date of the AGM/EGM	13 th July 2023
Total number of shareholders on record date	4155
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	-
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	4 (Four) 13 (Thirteen)





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Resolution/Agenda- wise disclosure

Resolution No: 1, As a Special Resolution

1. Issuance of 5,00,000 Equity Shares of face value Rs. 10 each @ Rs. 309.21 per equity shares for an aggregate consideration not exceeding Rs. 15,46,05,000 (Rs. Fifteen Crores, Forty Six Lacs and Five Thousand Only).

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 (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4522546	4522546	0	4522546	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Public-Institutions	Total	4522546	4522546	0	4522546	0	100%	0
	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1730664	1730664	0	1730663	1	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Total	Total	1730664	1730664	0	1730663	1	100%	0
	E-Voting	1730664	1730664	0	1730663	1	100%	0
	Poll	0	0	0	0	0	0	0
Total	Total	6253210	6253210	0	6253209	1	100%	0
	E-Voting	6253210	6253210	0	6253209	1	100%	0
	Poll	0	0	0	0	0	0	0

For Brand Concepts Limited

Swati Gupta
Company Secretary & Compliance Officer
Mem No. A33016





**MANJU MUNDRA & CO.
COMPANY SECRETARIES**

122 Brajeshwari Extension, Behind Kalyan
Marble Near World Cup Square,
Indore MP 452016
Phone-4993107, 9303223239
Email-mmanjucs@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 read with Rules 20 (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

Name of the Company	Brand Concepts Limited CIN: L51909MP2007PLC066484
Meeting	Extra-Ordinary General Meeting
Day, Date & Time	Thursday, 13 th July 2023 at 11:00 A.M. (IST)
Deemed Venue	Registered office situated at 140/2/2 Musakhedi Square G.P.O. Indore MP 452001 IN
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

To,
The Chairman,
Brand Concepts Limited
Extra-Ordinary General Meeting of the Shareholders

Subject: Scrutinizer's Report on resolution passed through remote e-voting and voting electronically 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 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the Extra-Ordinary General Meeting of Brand Concepts Limited held on Thursday, 13th July 2023 at 11:00 A.M. (IST) through video conferencing ('VC') or other audio visual means ('OAVM')





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1. I, Manju Mundra, Practicing Company Secretary (Membership No. 4431/C.P. No. 3454), having office at 122 Brajeshwari Extension, Behind Kalyan Marble Near World Cup Square, Indore MP 452016 have been appointed as the Scrutinizer by the Board of Directors of Brand Concepts Limited ("**the Company**") in their meeting held on 16-06-2023 for the remote e-voting as well as the e-voting by members at the Extra-Ordinary General Meeting ("EGM") of "the Company" held on Thursday, 13th July 2023 at 11:00 A.M. (IST) held through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") as amended. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.

I submit my report as under:

DISPATCH OF NOTICE

2. The Company has published an advertisement in The **Free Press Journal**, English newspaper and in **Navshakti, Marathi Newspaper** on 20th June, 2023 specifying the date and time of the EGM, availability of the notice on Company's website, and Stock Exchange website, manner of registration of email ids, manner of voting through remote e-voting and e-voting during the EGM etc.
3. The Company has completed the dispatch of notice of EGM by email to all the members by 19th June, 2023 on the basis of the Register of Members and the list of beneficial owners made available by Big Share Services Private Limited, the Registrar and Transfer Agent (RTA) as email ids of all were registered with the Company in accordance with the MCA circulars.





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4. The Company has hosted the notice of EGM on its website, website of CDSL, the agency providing the platform for remote e-voting and e-voting during EGM and also intimated the same to BSE timely.
5. The company has emailed corrigendum to the notice of Extra Ordinary General Meeting dated 06/07/2023 to the shareholders on **10/07/2023**, and also published in the same newspapers on **07/07/2023**, which specified the "basis on which price has been arrived at", "Identity of the natural persons who are ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees", "Certificate from Practising Company Secretary" etc.

CUT OFF DATE

6. The shareholders of the Company holding shares as on the "cut-off" date of **Thursday, 6th July, 2023** were entitled to vote on the resolutions as contained in the Notice of the EGM.

MANAGEMENT RESPONSIBILITY

7. The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e voting at EGM on the resolutions contained in the notice to the Extra-Ordinary General Meeting (EGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the company to provide remote e-voting facilities and e-voting facility at the EGM.

REMOTE E-VOTING

8. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") at <https://www.evotingindia.com> for conducting remote e-voting by the Shareholders of the Company.





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9. The voting period for remote e-voting commenced on 9:00 a.m. (IST) on Monday, 10th July, 2023 and ended on 5:00 p.m. (IST) on Wednesday, 12th July, 2023 and the CDSL e-voting platform was disabled thereafter.

VOTING AT EGM

10. In keeping view with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management & Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
11. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had casted their votes through remote e-voting.
12. On completion of e-voting during the EGM, I unblocked the results of the remote e-voting and e-voting by members at the EGM on 13th July, 2023 in the presence of two witnesses, Mr. Palash Jain and Ms. Aayushi Mangal, who are not in the employment of the Company. They have signed at end in confirmation thereof. Thereafter, the details containing inter alia, list of shareholders, who voted "for" / "against" each of the resolution that were put to vote, were generated from the e-voting website of CDSL.
13. The votes received electronically (remote e-voting and e-voting at the EGM) were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as provided by the RTA.

RESULTS

14. I submit herewith the Scrutinizer's Report on the Results of the remote e-voting and e-voting at the EGM based on the reports generated by CDSL copy of which is enclosed as **Annexure- "A"** and relied upon by me as under:





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Number of members who cast their votes through remote e- voting and e-voting at EGM	Total no. of Votes cast by them	Total no. of valid votes	Total No. of invalid votes
25	6253210	6253210	0

The resolution wise list is as under:

Resolution No. 1: Special Resolution

ISSUANCE OF EQUITY SHARES ON A PREFERENTIAL BASIS FOR AN AGGREGATE CONSIDERATION NOT EXCEEDING RS. 15,46,05,000 (Fifteen Crore, Forty Six Lacs and Five Thousand Only).

Manner of Voting	Votes in the favour of the resolution			Votes against the resolution			Invalid/ Abstained Votes
	No. of members	No. of Shares	%	No. of members	No. of Shares	%	No. of Shares
Remote E-voting	24	6253209	100	1	1	0	0
E-voting at EGM	0	0	0	0	0	0	0
TOTAL	24	6253209	100	1	1	0	0

15. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Swati Gupta, Company Secretary and





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compliance Officer, for preserving safely after the Chairman considers, approve and signs the minutes of the EGM.

16. The Resolution mentioned in the EGM Notice as per the details above stands passed under Remote E-voting and voting conducted at EGM electronically with the requisite majority and hence deemed to be passed as on the date of the EGM.

17. The company may accordingly declare the result of the voting to the respective authorities.

Thanking You,
Yours Faithfully,

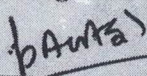

Manju Mundra
Practising Company Secretary
FCS: 4431 CP: 3454
UDIN: F004431E000605922

MANJU MUNDRA
Company Secretary
FCS 4431 CP 3454

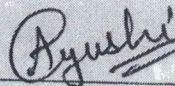
Place: Indore

Date: 13-07-2023

The following were the witnesses to the unblocking the votes cast through remote e-voting.

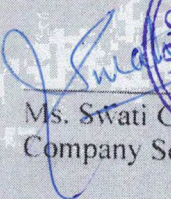


Palash Jain



Aayushi Mangal

Countersigned by:
For Brand Concepts Limited


Ms. Swati Gupta
Company Secretary and compliance officer

