



B.N.Rathi Securities Ltd.

CIN : L65993TG1985PLC005838
Corporate Member : NSE / BSE / MCX
Depository Participant of Central Depository Service (I) Ltd.

REGISTERED OFFICE : # 6-3-652, IV Floor, "Kautilya"
Amrutha Estates, Somajiguda, Hyderabad - 500 082
Tel. : 040 - 40527777, 40727777, Fax : 040-40526283
bnrsl@bnrsecurities.com www.bnrsecurities.com

To,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001
(BSE Scrip Code: 523019)

Date: 31.12.2024

Dear Sir/ Madam,

Sub: Outcome of 1st Extraordinary General Meeting (EGM) and Voting Results for FY 2024-25.

Unit: B.N. RATHI SECURITIES LIMITED.

With reference to the subject cited above, this is to inform the Exchanges that 1st Extraordinary General Meeting of B.N. Rathi Securities Limited for FY 2024-25 was held on Tuesday, 31.12.2024 at 10.00 A.M. (IST) through video conference or other audio-visual means.

In this regard, please find enclosed the following-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I.**
- (2) Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II.**
- (3) Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**

As per the Scrutinizer Report, it is understood that the Special Resolutions for proposal of 1. Increase in Authorised Share Capital of the Company 2. Sub division of face value of the equity share 3. Issue of bonus shares were approved by the shareholders with the requisite majority.

The Meeting concluded at 10.54 A.M. (IST)

This is for the kind information and records of the Exchanges, please.

Thanking you.

Yours faithfully
For B.N. Rathi Securities Limited



Sabitha Reddy
Company Secretary and Compliance Officer



B.N.Rathi Securities Ltd.

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Annexure: I

To,

Date: 31.12.2024

BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001
(BSE Scrip Code: 543389)

Dear Sir/ Madam,

Sub: Proceedings of 1st Extraordinary General Meeting for FY 2024-25 held on Tuesday, 31.12.2024 at 10.00 A.M. held through video conference or other audio-visual means as required under Regulation 30, PART – A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015

Unit: B.N. Rathi Securities Limited

Summary of proceedings of the Extraordinary General Meeting:

The 1st Extraordinary General Meeting (EGM) for FY 2024-25 of the Members of B.N. Rathi Securities Limited ('the Company') was held on Tuesday, 31.12.2024 at 10.00 A.M. (IST) through video conference or other audio-visual means.

Directors and KMP present

Sl. No	Name	Designation
1.	Mr. Laxminiwas Sharma	Chairman & Non Executive Non –Independent Director
2.	Mr. Chetan Rathi	Whole-Time Director
3.	Mr. Hari Narayan Rathi	Managing Director
4.	Mrs. Shanti Sree Bolleni	Independent Director
5	Mr. Lakshminarayana Bolisetty	Independent Director
6.	Mr. Harishchandra Prasad Kanuri	Non Executive Non –Independent Director

Other Invitees in attendance:

S. No	Name	Designation
1	Ms. Sabitha Reddy	Company Secretary & Compliance Officer
2	Mr. Sarveswar Reddy	Scrutinizer





Quorum of the Meeting:

Continuation Sheet.....

A total of 76 members attended the meeting.

The meeting commenced at 10.00 AM (IST) and concluded at 10.54 AM (IST).

Ms. Sabitha Reddy, Company Secretary and Compliance Officer has initiated the process of meeting with a welcome to the members of the Company and the Board of Directors and CFO of the Company.

The requisite quorum being present, the Company secretary, with the permission of the Chair commenced the meeting and informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the EGM and had not cast their votes electronically were provided an opportunity to vote electronically at the EGM.

The Company Secretary proceeded with the agenda and informed the members about the procedure to be followed for e-voting at the EGM.

The Board of Directors had appointed Mr. S. Sarveswar Reddy, Practicing Company Secretary as the Scrutinizer to scrutinize the process for remote e-voting & e-voting at EGM.

The Company Secretary read the agenda items for the information of members.

Special Business:

1. To Consider and approve Increase in Authorised Share Capital of the Company And Subsequent Alteration Of The Capital Clause Of The Memorandum Of Association.
2. To Consider and approve Sub-Division of Face Value of the Equity Shares of the Company:
3. Capitalisation of Reserves and Issue of Bonus Shares

Since, the Resolutions had been already put to vote through remote e-voting, there was no proposing and seconding of the Resolutions and no voting by show of hands. The members, who had registered as speakers, were then invited to speak / ask questions or express their views. The queries raised by members related to the preferential issue were all satisfactorily answered by the management.

The Company Secretary then announced opening of e-voting (poll) for the members who had not already cast their vote by means of remote e-voting, which was made available for fifteen minutes after the conclusion of the Meeting.

The details of the voting results (remote e-voting and e-voting at the EGM) on all the resolutions as set out in the Notice of EGM along with the Scrutinizer's Report will be disseminated to the exchanges and will be placed on the Company's website, in due course.





Continuation Sheet.....

The meeting concluded at 10:54 A.M.

This is for the kind information and records of the Exchanges, please.

Thanking you.

Yours sincerely

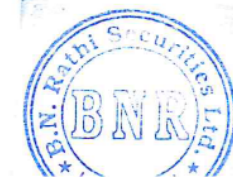
For B.N. Rathi Securities Limited



Sabitha Reddy

Company Secretary and Compliance Officer

Date of the AGM/EGM		B N RATHI SECURITIES LTD								
Total number of shareholders on record date		10970								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		Not Applicable								
Public:		Not Applicable								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		3								
Public:		73								
Resolution No.		1								
Resolution required: (Ordinary/ Special)		ORDINARY - TO CONSIDER AND APPROVE THE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION								
Whether promoter/ promoter group are interested in the agenda/resolution?		NO								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	48,80,298	48,80,298	100.0000	48,80,298	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,80,298	100.0000	48,80,298	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	54,94,702	1,50,026	2.7304	1,50,025	1	99.9993	0.0006	0	2,696
	Poll		19,88,294	36.1857	19,88,294	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		21,38,320	38.9161	21,38,319	1	100.0000	0.0000	0	2696
Total		1,03,75,000	70,18,618	67.6493	70,18,617	1	100.0000	0.0000	0	2696



Resolution No.	2									
Resolution required: (Ordinary/ Special)	SPECIAL - TO CONSIDER AND APPROVE SPLIT/ SUB-DIVISION OF FACE VALUE OF THE EQUITY SHARES OF THE COMPANY									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	48,80,298	48,80,298	100.0000	48,80,298	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,80,298	100.0000	48,80,298	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	54,94,702	1,50,402	2.7372	1,13,925	36,477	75.7469	24.2530	0	2,320
	Poll		19,88,294	36.1857	19,88,294	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		21,38,696	38.9229	21,02,219	36,477	98.2944	1.7056	0	2320
Total		1,03,75,000	70,18,994	67.6530	69,82,517	36,477	99.4803	0.5197	0	2320



Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - CAPITALISATION OF RESERVES AND ISSUE OF BONUS SHARES									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	48,80,298	48,80,298	100.0000	48,80,298	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		48,80,298	100.0000	48,80,298	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	54,94,702	1,50,402	2.7372	1,50,025	377	99.7493	0.2506	0	2,320
	Poll		19,88,294	36.1857	19,88,294	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		21,38,696	38.9229	21,38,319	377	99.9824	0.0176	0	2320
Total		1,03,75,000	70,18,994	67.6530	70,18,617	377	99.9946	0.0054	0	2320





S.S. Reddy & Associates Practicing Company Secretaries

FORMNO.MGT-13

Report of Scrutinizer(s)

*[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
B.N. Rathi Securities Limited
6-3-652, IV Floor, Kautilya Amrutha Estates,
Somajiguda, Telangana, Hyderabad – 500082

Sub: Scrutinizer report for 1st Extra Ordinary General Meeting for FY 2024-25 of Equity Shareholders of B.N. Rathi Securities Limited held on Tuesday, 31st day of December, 2024 at 10.00 A.M. (IST) through video conferencing (VC)/ Other Audio-Visual Means (OAVM).

I, **S. Sarveswar Reddy**, Practicing Company Secretary (proprietor of M/s S.S. Reddy & Associates) was appointed as Scrutinizer, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolution(s) proposed at the Extra-Ordinary General Meeting; and
- (ii) Voting through electronic voting system ("Instapoll") at the EGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules and circulars issued by MCA and SEBI relating to conducting of EGM through VC/OAVM and voting by electronic means for the resolution contained in the Notice of Extraordinary General Meeting of the Shareholders dated 04.12.2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/ or "against" the resolutions stated in the notice of the EGM, based on the report generated from e-voting system provided by KFIN Technologies Limited, the agency authorized under the Rules and engaged by the company to provide remote e-voting facilities and e-voting facilities to vote at the EGM("Instapoll").

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S.S. Reddy & Associates Practicing Company Secretaries

I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. (IST) on December 28, 2024 to 5.00 p.m. (IST) on December 30, 2024.
2. The Notice of EGM and the e-voting instructions were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants.
3. The equity shareholders holding shares as on Tuesday, December 24, 2024 ("cut-off date"), were entitled to vote on the resolutions stated in the Notice of the Extra Ordinary General Meeting of the Company.
4. After the conclusion of the EGM, the votes cast through remote e-voting were unblocked after 15 minutes from the conclusion of EGM i.e. on December 31st, 2024 at 10:54 A.M.
5. After the chairman put the resolutions in the notice of the EGM to vote, the shareholders present at the EGM through VC cast their respective votes through e-voting facility provided by KFIN Technologies Limited.
6. As per the information given by KFIN Technologies Limited, the names of the shareholders who had voted by remote e-voting through the facility provided by KFIN Technologies Limited had been blocked and only those members who were present at the EGM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
7. Based on the report generated from the e-voting website of KFIN Technologies Limited the consolidated report on the results of the voting for the resolution is given here under:

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S.S. Reddy & Associates Practicing Company Secretaries

Resolution No. 1:

TO CONSIDER AND APPROVE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION:

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	81	5030323	71.68
Remote E-Voting by during the EGM	17	1988294	28.32
Total	98	7018617	100

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	1	1	0
Remote E-Voting by during the EGM	-	-	-
Total	1	1	0

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-

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S.S. Reddy & Associates Practicing Company Secretaries

Resolution No. 2:

TO CONSIDER AND APPROVE SUB-DIVISION OF FACE VALUE OF THE EQUITY SHARES OF THE COMPANY:

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	80	4994223	70.53
Remote E-Voting by during the EGM	17	1988294	29.15
Total	97	69,82,517	99.48

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	3	36477	0.52
Remote E-Voting by during the EGM	-	-	-
Total	3	36477	0.52

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-

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S.S. Reddy & Associates Practicing Company Secretaries

Resolution No. 3:

CAPITALISATION OF RESERVES AND ISSUE OF BONUS SHARES.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	81	5030323	71.67
Remote E-Voting by during the EGM	17	1988294	28.32
Total	98	70,18,617	99.99

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	2	377	0.01
Voting by Ballot	-	-	-
Total	2	377	0.01

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Voting by Ballot	-	-
Total	-	-

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S.S. Reddy & Associates Practicing Company Secretaries

8. A list of Equity Shareholders who voted "FOR" and "AGAINST" the Resolutions (Both through Remote E-Voting and e-Voting at the AGM) has been handed over to the Company
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company for preserving safely after the Chairperson considers, approves and sign the Minutes of the aforesaid AGM.

For S. S. Reddy & Associates

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S. Sarveswar Reddy
Practicing Company Secretary
M. No. 12619; CP No.7478
UDIN: F012619F003537459

Place: Hyderabad
Date: 31.12.2024