

# BENTLEY COMMERCIAL ENTERPRISES LTD.

Regd. Office : Bhansali House, A-5 Veera Desai Road, Andheri (West),  
Mumbai - 400 053. • Phone : (91-22) 2673 1779 • Fax : 91-22-2673 1796

## ANNOUNCEMENT OF RESULT OF POSTAL BALLOT

In accordance with the provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, Postal Ballot Forms and Postal Ballot Notice dated 10<sup>th</sup> December, 2013 containing the following resolutions were circulated to the shareholders of the Company for their approval:

### Resolution No.1: Special Resolution

To authorize the Board of Directors of the Company to make investments in securities or give loans/guarantees to the bodies corporate including associate company(ies) not exceeding a limit of Rs. 350 crores (Rupees Three Hundred and Fifty Crores only) under Section 372A of the Companies Act, 1956.

Based on the report dated 16<sup>th</sup> January, 2014 submitted by Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practising Company Secretaries, Mumbai- the Scrutinizer appointed under Section 192A of the Companies Act, 1956, I give below the details of votes and declare that the aforesaid resolution is duly passed by requisite majority as a Special Resolution.

PARTICULARS	No. of Postal Ballot Papers	No. of Shares	%
Total Postal Ballot papers received	32	9,73,450	100%
Less: Invalid Postal Ballot papers	7	15,000	1.54%
Valid Postal Ballot papers	25	9,58,450	98.46%
<b>Of the total Number of Valid Postal Ballot papers for Assent / Dissent</b>			
Postal Ballot papers with assent for Resolution	25	9,58,450	100%
Postal Ballot papers with dissent for the Resolution	-	-	-

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## Resolution No.2: Special Resolution

To authorize the Board of Directors of the Company to pledge, mortgage and hypothecate movable and/or immovable assets of the Company for securing the borrowings to be availed by the Company from time to time subject to maximum limit of Rs. 200 Crores (Rupees Two Hundred Crores only) under Section 180(1)(a) of the Companies Act, 2013.

Based on the report dated 16<sup>th</sup> January, 2014 submitted by Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practising Company Secretaries, Mumbai- the Scrutinizer appointed under Section 192A of the Companies Act, 1956, I give below the details of votes and declare that the aforesaid resolution is duly passed by requisite majority as a Special Resolution.

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<b>Of the total Number of Valid Postal Ballot papers for Assent / Dissent</b>			
Postal Ballot papers with assent for Resolution	25	9,58,450	100%
Postal Ballot papers with dissent for the Resolution	-	-	-

## Resolution No. 3: Special Resolution

To authorize the Board of Directors of the Company to borrow sum(s) of money up to a limit of Rs. 200 Crores (Rupees Two Hundred Crores only) under Section 180(1)(c) of the Companies Act, 2013.

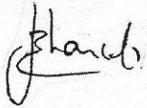
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Postal Ballot papers with dissent for the Resolution	-	-	-

For BENTLEY COMMERCIAL ENTERPRISES LIMITED



Director

Place: Mumbai

Date: 16<sup>th</sup> January, 2014