BENTLEY COMMERCIAL ENTERPRISES LTD.

Regd. Office: Bhansali House, A-5, Off Veera Desai Road, Andheri (West), Mumbai - 400 053.
Phone: (91-22) 2673 1779 • Fax: (91 -22) 2673 1796 • E-mail: bentleycommercial@gmail.com
Website: www.bentleycommercialent.in • CIN: L24110MH1985PLC035396

30th September, 2021

To,
The BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Security Code: 512195

Subject: Details of result of voting in respect of 36th Annual General Meeting of the Company held on 29th September, 2021.

Dear Sir/Madam,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 36th Annual General Meeting (AGM) of the Company was held on Wednesday, 29th September, 2021 at 11:00 AM IST at 401, 4th Floor, Peninsula Heights C. D. Barfiwala Road, Andheri (West), Mumbai 400058, Maharashtra, India to seek the approval of members of the Company on the resolutions set out in the Notice dated 5th June, 2021.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), the Company had provided facility to the members to vote vide Remote e-voting and physical voting through ballots at AGM on aforesaid resolutions. The Company had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the results of remote e-voting and the physical voting through ballots at AGM, a copy of which is enclosed hereto. The summary of the voting results is as under:

Sr. No.	Particulars	% Shares voted in favor of the resolution	% Shares voted against of the resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditor's thereon as an Ordinary Resolution.	100%	-

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2.	To appoint a Director in place of Mr. Babulal M. Bhansali (DIN: 00102930), who retires by rotation and being eligible, offers himself for re-appointment as an Ordinary Resolution.	100%	-
3.	To seek approval for entering into Material Related Party Transaction(s) with Bhansali International Private Limited as a Special Resolution.	100%	-

Accordingly, we declare that all the resolutions as set out in the Notice of AGM have been passed with requisite majority by the Members of the Company.

Further, in accordance with the provisions of Regulation 44 of the SEBI Regulations, please find enclosed the details of the voting results in the prescribed format for your information and records.

Furthermore, the voting results shall be uploaded in XBRL mode as well. Simultaneously the voting results and the Scrutinizer's Report as stated above are also available on the website of the Company at www.bentleycommercialent.in

Kindly take the same on record.

Thanking You,

Yours' faithfully,

For Bentley Commercial Enterprises Limited

MEENAKSHI BHANSALI
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Date: 2021.09.30 16:04:36 +05'30'

Meenakshi J. Bhansali
Director and Company Secretary
DIN – 06936671

Encl: As above

Rathi & Associates
COMPANY SECRETARIES
A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

September 30, 2021

To,
The Chairman
Bentley Commercial Enterprises Limited
Bhansali House, A-5,
Off. Veera Desai Road,
Andheri (West),
Mumbai -400 053.

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and physical voting through ballots at 36th Annual General Meeting of the Members of Bentley Commercial Enterprises Limited held on September 29, 2021.

Bentley Commercial Enterprises Limited ("**the Company**") vide resolution passed by the Board of Directors at their meeting held on June 5, 2021, appointed the undersigned as the Scrutinizer, to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice dated June 5, 2021 of the 36th Annual General Meeting **("AGM")** of the Company held on September 29, 2021, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("**the Act**") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of members of the Company, be carried out in a fair and transparent manner.

The AGM was held in physical presence of the Members at a common venue with all the COVID protocols in place. The Company had provided physical voting facility through ballots for those Shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act read with Rules made thereunder and the applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical voting on the resolutions as contained in the aforesaid Notice of the Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions, based on the reports generated from the remote e-voting system as per the facility provided by Link Intime (India) Private Limited, the agency engaged by the Company to provide remote e-voting facility and physical voting through ballots as provided by Link Intime (India) Private Limited.

As required under Section 101 of the Act, a notice of the 36th Annual General Meeting along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means, for seeking approval by remote e-voting and physical voting at the AGM by the Members of the Company:

1. **Resolution No. 1** as an **Ordinary Resolution** to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditor's thereon.

2. **Resolution No. 2** as an **Ordinary Resolution** to appoint a Director in place of Mr. Babulal M. Bhansali (DIN: 00102930), who retires by rotation and being eligible, offers himself for re-appointment.

3. **Resolution No. 3** as a **Special Resolution** for seeking approval for entering into Material Related Party Transaction(s) with Bhansali International Private Limited.

The Company had provided the remote e-voting facility offered by Link Intime (India) Private Limited to cast votes on aforesaid resolutions by the members of the Company. The Company also provided physical voting facility at the 36th AGM to those members who did not cast their votes through remote e-voting facility prior to the AGM, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to members of the Company to exercise their voting rights from Sunday, September 26, 2021 at 9.30 a.m. IST upto Tuesday, September 28, 2021 at 5:00 p.m IST. Accordingly, e-votes cast upto 5:00 p.m. IST of Tuesday, September 28, 2021 have been considered for my scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Manisha Lonare and Mr. Chirag Darji and thereafter, the e-voting done prior to the AGM were unlocked. A summary of the votes cast by members through remote e-voting prior to the AGM and physical ballots at the AGM with their pattern of voting is as per Annexure enclosed to this Report.

The consolidated results of the voting by members through remote e-voting and physical ballots at the Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Meeting or any one of the Director as authorized in this regard by the Chairman.

Thanking you,

Yours sincerely,
For RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU SHANTILAL KAMDAR

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DN: c=IN, o=Personal, pseudonym=19996132fdcb200db48b84e522fc23dbb2959cdf15422 6fa08ee41b996cf761c, postalCode=400057, st=MAHARASHTRA, serialNumber=16562f4ec5a0aa37bad118e592c81dfb8f6ec222 4ceaf7a c659d853376 70d06ae0, cn=HIMANSHU SHANTILAL KAMDAR
Date: 2021.09.30 13:07:29 +05'30'

HIMANSHU S. KAMDAR
PARTNER
MEM No. F 5171
COP No. 3030
UDIN: F005171C001031042

COUNTERSIGNED BY
FOR BENTLEY COMMERCIAL ENTERPRISES LIMITED

MEENAKSHI BHANSALI

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Date: 2021.09.30 16:05:03 +05'30'

MEENAKSHI J. BHANSALI
DIRECTOR AND COMPANY SECRETARY
DIN – 06936671

Annexure

The summary of the votes cast through e-voting and physical ballots received for each of the resolutions is given below:

1. **Resolution No. 1** as an **Ordinary Resolution** to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditor's thereon:

Sr. No.	Particulars		No. of Ballots/remote e-voting	No. of Shares voted for
a.	Votes cast through physical ballot		23	9,73,000
b.	Remote e-Voting Confirmations received		0	0
	Total		**23**	**9,73,000**
c.	Less: Invalid Ballot/Remote e-Voting confirmations		0	0
d.	**Net Valid Physical Ballot Forms/Remote e-Voting**		**23**	**9,73,000**
	(i)	Physical Ballot Forms /Remote E-voting with assent for the Resolution	23	9,73,000
	Percentage (%) of Assent			**100%**
	(ii)	Physical Ballot Forms/ Remote E-voting dissent for the Resolution	0	0
	Percentage (%) of Dissent			**0**

2. **Resolution No. 2** as an **Ordinary Resolution** to appoint a Director in place of Mr. Babulal M. Bhansali (DIN: 00102930), who retires by rotation and being eligible, offers himself for re-appointment:

Sr. No.	Particulars		No. of Ballots/remote e-voting	No. of Shares voted for
a.	Votes cast through physical ballot		23	9,73,000
b.	Remote e-Voting Confirmations received		0	0
	Total		**23**	**9,73,000**
c.	Less: Invalid Ballot/Remote e-Voting confirmations		0	0
d.	**Net Valid Physical Ballot Forms/Remote e-Voting**		**23**	**9,73,000**
	(i)	Physical Ballot Forms /Remote E-voting with assent for the Resolution	23	9,73,000
	Percentage (%) of Assent			**100%**
	(ii)	Physical Ballot Forms/ Remote E-voting dissent for the Resolution	0	0
	Percentage (%) of Dissent			**0**

3. **Resolution No. 3** as a **Special Resolution** for seeking approval for entering into Material Related Party Transaction(s) with Bhansali International Private Limited:

Sr. No.	Particulars		No. of Ballots/remote e-voting	No. of Shares voted for
a.	Votes cast through physical ballot		17	7,14,000
b.	Remote e-Voting Confirmations received		0	0
	Total		**17**	**7,14,000**
c.	Less: Invalid Ballot/Remote e-Voting confirmations		4	4,80,150
d.	**Net Valid Physical Ballot Forms/Remote e-Voting**		**13**	**2,33,850**
	(i)	Physical Ballot Forms /Remote E-voting with assent for the Resolution	**13**	**2,33,850**
	Percentage (%) of Assent			**100%**
	(ii)	Physical Ballot Forms/ Remote E-voting dissent for the Resolution	0	0
	Percentage (%) of Dissent			**0**

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DETAILS OF THE VOTING RESULTS

Details of the voting results of the 36th AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Date of AGM	29th September, 2021
Total number of shareholders on record date (i.e. Wednesday, 22nd September, 2021)	398
No. of shareholders present in the meeting either in person or through proxy	
1. Promoters and Promoter Group	10
2. Public	13
No. of Shareholders who attended the meeting through Video Conferencing	
1. Promoters and Promoter Group	NA
2. Public	

AGENDA-WISE

The mode of voting on all the resolutions:

1. The remote e-voting facility was made available from Sunday, 26th September, 2021 at 9.30 a.m. IST and will end on Tuesday, 28th September, 2021 at 5.00 p.m. IST; and

2. Physical voting facility through ballots were made available on the day of Annual General Meeting for those shareholders who did not avail remote e-voting facility.

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BENTLEY COMMERCIAL ENTERPRISES LTD.

Resolution Required : (Ordinary)			**1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditor's thereon.**					
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**	**No. of Votes – in favour**	**No. of Votes –Against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**
		[1]	**[2]**	**[3]={[2]/[1]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*100**
Promoter and Promoter Group	E-Voting	739150	0	0.0000	0	0	0.0000	0.0000
	Poll		739150	100.0000	739150	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**739150**	**100.0000**	**739150**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	256850	0	0.0000	0	0	0.0000	0.0000
	Poll		233850	91.0454	233850	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**233850**	**91.0454**	**233850**	**0**	**100.0000**	**0.0000**
Total		**996000**	**973000**	**97.6908**	**973000**	**0**	**100.0000**	**0.0000**

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BENTLEY COMMERCIAL ENTERPRISES LTD.

Resolution Required : (Ordinary)			2. To appoint a Director in place of Mr. Babulal M. Bhansali (DIN: 00102930), who retires by rotation and being eligible, offers himself for re-appointment.					
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	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	739150	0	0.0000	0	0	0.0000	0.0000
	Poll		739150	100.0000	739150	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**739150**	**100.0000**	**739150**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	256850	0	0.0000	0	0	0.0000	0.0000
	Poll		233850	91.0454	233850	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**233850**	**91.0454**	**233850**	**0**	**100.0000**	**0.0000**
Total		**996000**	**973000**	**97.6908**	**973000**	**0**	**100.0000**	**0.0000**

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BENTLEY COMMERCIAL ENTERPRISES LTD.

Resolution Required : (Special)			3. Entering into Material Related Party Transaction(s) with Bhansali International Private Limited.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	739150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	256850	0	0.0000	0	0	0.0000	0.0000
	Poll		233850	91.0454	233850	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**233850**	**91.0454**	**233850**	**0**	**100.0000**	**0.0000**
Total		**996000**	**233850**	**23.4789**	**233850**	**0**	**100.0000**	**0.0000**

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