

Bilcare Limited
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Pune 411 016 India

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Bilcare
Research

March 27, 2023

The Secretary,
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.
Fax No. 022 22723121

Subject: Voting Results of Extra Ordinary General Meeting of the Company held on 27th March 2023 (Monday) at 09.30 A.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Ref: BSE SCRIP CODE - 526853

Dear Sir,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results of the business transacted at the Extra Ordinary General Meeting of the Company held on 27th March 2023 (Monday) at 09.30 A.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in the format prescribed in Annexure - A.


We are also enclosing herewith, Combined Report by Scrutinizers on E-Voting and Voting at Extra Ordinary General Meeting of the Company in Annexure – B.

Kindly acknowledge and take the same on record.

Thanking You,

Yours faithfully,

For Bilcare Limited



Prabhavi Mungee
Company Secretary



ANNEXURE-A

BILCARE LIMITED
Extra Ordinary General Meeting - Voting Results
Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements)

Sr. No.	Particulars	Details
1	Day & Date of EOGM	27th March 2023, Monday
2	Total number of shareholders on record date	22870
3	No. of Shareholders present in the meeting either in person or through proxy	NIL
	Promoter & Promoter Group	NIL
	Public	NIL
4	No. of Shareholders attended the meeting through Video Conferencing	45
	Promoter & Promoter Group	2
	Public	43

5. Particulars of Resolutions passed:

Resolution No.	Details of Agenda/ Resolution Item	Resolution Ordinary/ Special	Mode of Voting
1	Slump Sale of business undertaking of the Company as a going concern.	Special	E-voting, Voting during the Meeting
2	To acquire/subscribe/purchase or otherwise the securities/shares as the sale consideration of the slump sale and to provide loans or guarantees, pursuant to the provisions of Section 186 of the Companies Act, 2013.	Special	E-voting, Voting during the Meeting

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All the Resolutions were passed with requisite majority. Agenda wise disclosure separately for each agenda item is attached below.

This is for your Information and Records.

Thanking You,
For Bilcare Limited

Shreyans Bhandari

Shreyans Bhandari
Chairman of the Meeting



Bilcare Limited								
Resolution Required : (Special)			1 - Slump Sale of business undertaking of the Company as a going concern.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	7066611	0	0.0000	0	0	0.0000	0.0000
	Venue Voting		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	10000	0	0.0000	0	0	0.0000	0.0000
	Venue Voting		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	16365909	6663368	40.7149	6653414	9954	99.8506	0.1494
	Venue Voting		310074	1.8946	310074	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6973442	42.6095	6963488	9954	99.8573	0.1427
Total		23442520	6973442	29.7470	6963488	9954	99.8573	0.1427



Bilcare Limited

Resolution Required : (Special)			To acquire/subscribe/purchase or otherwise the securities/shares as the sale consideration of the slump sale and to provide loans or guarantees, pursuant to the provisions of Section 186 of the Companies Act, 2013.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	7066611	0	0.0000	0	0	0.0000	0.0000
	Venue Voting		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	10000	0	0.0000	0	0	0.0000	0.0000
	Venue Voting		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	16365909	6663368	40.7149	6653414	9954	99.8506	0.1494
	Venue Voting		310074	1.8946	310074	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6973442	42.6095	6963488	9954	99.8573	0.1427
Total		23442520	6973442	29.7470	6963488	9954	99.8573	0.1427



BILCARE LIMITED

***Combined Scrutinizer's Report on Remote
E-Voting and E-Voting at the
Extra Ordinary General Meeting
held on Monday, 27th March, 2023***

By

***Ghatpande & Ghatpande Associates
Company Secretaries
FRN No. P2019MH077200***

Dated 27th March, 2023



GHATPANDE & GHATPANDE ASSOCIATES

COMPANY SECRETARIES

Shekhar Ghatpande
B.Com., D.T.L., FCS
Prabhanjan Ghatpande
B.E.(E & TC), ACS

Office :
13, 'Saraswati', 3rd Floor,
93, Rambaug Colony, Paud Road,
Kothrud, Pune - 411 038

Tel. : 8669602650 Mob. : 9422089343 | 9665334993 Email : shekhar_fcs1659@yahoo.com | pcs.ghatpande@yahoo.com

Form MGT-13

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]

To,
The Chairman
Bilcare Limited
1028 Shirolu Rajgurunagar
Pune 410505

Dear Sir,

Subject: Combined Scrutinizer's Report on Remote E-Voting and Venue E-Voting at Extra Ordinary General Meeting [EOGM] held on Monday, 27th March, 2023 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

We M/s Ghatpande & Ghatpande Associates Company Secretaries in Practice, having FRN: P2019MH077200 and Peer Review No.: 1503/2021 through Mr. Shekhar Ghatpande, Partner having Membership No FCS:1659 and CP: 782 and having our office at 13A, Saraswati Sadan, 3rd Floor Rambaug Colony, Paud Road, Kothrud, Pune - 411038 have been appointed as a Scrutinizer by the Board of Directors of Bilcare Limited (the Company) at its meeting held on Saturday, 4th March, 2023 for the purpose of scrutinizing the Remote E- Voting and Venue E-Voting conducted at the Extra Ordinary General Meeting (EOGM) held on Monday, 27th March, 2023 at 9.30 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with applicable Circulars issued by Ministry of Corporate Affairs and by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provides relaxation for the manner in which the General Meetings shall be held and conducted. Hence, in compliance with the Circulars and the Secretarial Standards-2 issued by the Institute of Company Secretaries of India on General Meetings, the EOGM of the Company was held through VC.



The Circulars inter-alia provide for relaxation in the manner in which the General Meetings will be held including the manner of sending the Notices to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further pursuant to these Circulars physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

We submit herewith our Report as under: -

1) Responsibility and E-voting Agency:

The compliance with the provisions of Companies Act, 2013 and Rules made there under read along with the Circulars mentioned above and SEBI Regulations, 2015 relating to remote E-Voting and E-Voting during the Extra Ordinary General Meeting by the Shareholders on the Resolutions proposed in the Notice of the EOGM of the Company is the responsibility of the management. As a Scrutinizer our responsibility was only to ensure that the process of remote E-Voting and voting electronically at the EOGM is conducted in a fair and transparent manner and to render a consolidated report to the Chairman on the Resolutions proposed at the EOGM, based on the Remote E-voting Report downloaded by us from the E voting portal and the Report of Venue Voting and Attendance Register provided by the Linkintime India Private Limited, who are also the Registrar and Share Transfer Agents of the Company.

2) Notice of EOGM and Advertisement:

As informed to us the Notice of the EOGM was sent to the Shareholders by way of Email dated 4th March, 2023 and by way of the Newspaper Advertisement published on Sunday 5th March, 2023. Pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and the Circulars mentioned above, the remote e-voting period remained open from Friday, 24th March 2023 at 9.00 A.M. (IST) to Sunday, 26th March 2023 at 5.00 P.M. (IST).

3) Cutoff Date:

The Shareholders holding Equity Shares as on the "Cut Off" date i.e. Monday, 20th March, 2023 were entitled to vote on the proposed Resolutions mentioned at Item Nos. 1 and 2 as set out in the Notice dated 4th March, 2023 convening the Extra Ordinary General Meeting of the Company.

4) Event No and Remote E-Voting Process:

The Event No. allotted by Linkintime India Private Limited for Electronic Voting was 230057.



The remote E-voting System was blocked forthwith at the end of the remote E-voting period. The votes cast through remote E-voting and votes cast at the time of EOGM were unblocked on Monday, 27th March, 2023 at around 10.15 A.M. after conclusion of the EOGM in the presence of two witnesses viz. Ms. Aishwarya Tiwari presently residing at B Wing, Shubha Ashirwad, Plot No. F1, Near Patwardhan Baug, Erandwane, Pune- 411004 and Ms. Vaibhavi Joshi presently residing at Sai Vihar, Karve Nagar, Pune- 411052 who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "for" and "against", were downloaded from the E-voting website of Linkintime India Private Limited (insta.vote.linkintime.co.in).

5) Voting at EOGM:

After declaration of commencement of E- voting during the conduct of the EOGM, the Shareholders who had not voted through the remote E-voting process were instructed to cast their vote on the E-voting platform provided by E-voting website of Linkintime India Private Limited (insta.vote.linkintime.co.in). After the conclusion of the EOGM the details containing inter-alia, list of Equity Shareholders, who voted "for" and "against" at venue voting were provided separately by Linkintime India Private Limited by providing the Link for downloading the same. We have downloaded the excel file available from the link on their Official Website and have relied upon the same, in-spice of the fact that it was available other than from the official login of the Scrutinizer. The votes cast through remote E-voting and E-voting conducted during the meeting was combined for the purpose of our Report.

6) E-Voting counting and Results:

We submit herewith our Combined Final Report of the Remote E-Voting together with that of the voting through electronic voting system conducted at the EOGM through VC/OAVM is as under:

Details	Remote E-Voting		Voting through Electronic means at EOGM (Venue Voting)		Total Voting	
	For Item Nos. 1	For Item No. 2	For Item Nos. 1	For Item No. 2	For Item Nos. 1	For Item No.2
No. of Members who cast their votes	60	60	21	21	81	81
Total number of shares held by them	66,63,368	66,63,368	3,10,074	3,10,074	69,73,442	69,73,442
Valid votes	As per details provided under each one of the Resolution (s) mentioned hereunder					
Abstained less voted	As mentioned under each of the Resolution					
Invalid votes	NIL					



SPECIAL BUSINESS:**i) Item No. 1 of the Notice (as a Special Resolution):****Slump Sale of business undertaking of the Company as a going concern**

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained/ Less voted
	Remote E-Voting	Voting through Electronic means at EOGM (Venue Voting)	Total		Remote E-Voting	Voting through Electroni c means at EOGM (Venue Voting)	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	69,73,442								
Total Votes Cast	69,73,442								
Promoter/ Promoter Group (*)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Sharehold ers	66,53,414	3,10,074	69,63,488	99.86	9,954	NIL	9,954	0.14	NIL
TOTAL:	66,53,414	3,10,074	69,63,488	99.86	9,954	NIL	9,954	0.14	NIL

(*) The Promoters being interested in the Resolution have not voted.

SPECIAL BUSINESS:**ii) For Resolution Item No. 2 (as a Special Resolution):**

To acquire/subscribe/purchase or otherwise the securities/shares as the sale consideration of the slump sale and to provide loans or guarantees, pursuant to the provisions of Section 186 of the Companies Act, 2013

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained /Less voted
	Remote E-Voting	Voting through Electronic means at EOGM (Venue Voting)	Total		Remot e E-Voting	Voting through Electroni c means at EOGM (Venue Voting)	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	69,73,442								
Total Votes Cast	69,73,442								
Promoter / Promoter Group (*)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Shareholders	66,53,414	3,10,074	69,63,488	99.86	9,954	NIL	9,954	0.14	NIL
TOTAL:-	66,53,414	3,10,074	69,63,488	99.86	9,954	NIL	9,954	0.14	NIL

(*) The Promoters being interested in the Resolution have not voted.



Notes: -

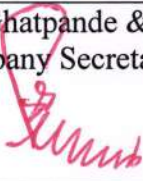
- (i) All the Resolutions mentioned in the EOGM Notice dated 4th March, 2023 at Item Nos. 1 and 2 as per the details above stands passed by requisite majority under Remote E-voting and voting conducted at EOGM electronically and are considered to be passed on the date of the EOGM.
- (ii) The details of shareholders and their voting is annexed herewith as Annexure-I which forms part of this Report.

7) Electronic Data and relevant Records:

All electronic data and relevant records relating to E-voting shall remain in our safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Extra Ordinary General Meeting and the same will be handed over to the Chairman or Company Secretary of the Company for safe keeping thereafter.

Given at Pune on this Monday, 27th March, 2023, at 11.00 A.M.

For Ghatpande & Ghatpande Associates
Company Secretaries


Shekhar Ghatpande
Partner

Scrutinizers

Membership No FCS: 1659, CP: 782

FRN: P2019MH077200

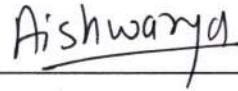
Peer Review No.: 1503/2021

UDIN: F001659D003323219

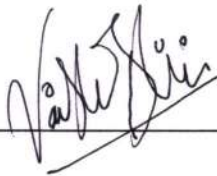


Witness:

1) Ms. Aishwarya Tiwari:



2) Ms. Vaibhavi Joshi



GHATPANDE & GHATPANDE ASSOCIATES
COMPANY SECRETARIES
Flat No. 13, Saraswati Sadan,
Plot No. 93, Rambaug Colony,
Paud Road, Kothrud, Pune-411 038.
Mob.: 8669602650

