

November 28, 2020

To,
Corporate Relationship Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001

Scip Code: 505690

Dear Sir(s),

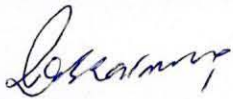
Sub: 74th Annual General Meeting (AGM)

We submit the following with respect to 74th Annual General Meeting of the Company was held on Saturday, November 28, 2020 at 11.45 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Scrutinizers Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time. All the resolutions for approval at the 74th Annual General Meeting as set out in the Notice dated November 03, 2020 have been passed by the Members with requisite majority.

Kindly take the same in your record and acknowledge.

Yours faithfully,
For **BRADY & MORRIS ENGG. CO. LTD.**



RAJENDER KUMAR SHARMA
DIRECTOR
(DIN: 01215327)



Encl: as above.

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during AGM
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of
the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
BRADY & MORRIS ENGINEERING COMPANY LIMITED
Brady House, 4th Floor,
12/14 Veer Nariman Road,
Fort, Mumbai- 400001.

**Subject: 74th Annual General Meeting of the Members of Brady & Morris
Engineering Company Limited held on Saturday, November 28, 2020 at 11:45
A.M. IST through Video Conferencing (VC) or Other Audio-Visual Means
(OAVM).**

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Ms. Sonia Chettiar, Partner have been duly appointed by the Board of Directors of **Brady & Morris Engineering Company Limited** for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular no. 20/2020 of May 5, 2020 and also SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, in a fair and transparent manner in respect of the Resolutions passed at the AGM of Brady & Morris Engineering Company Limited at their Meeting held on Saturday, November 28, 2020 at 11:45 a.m. IST by two-way Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the AGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast "IN FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the AGM provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the AGM.



We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the AGM. For the purpose of remote e-voting and e-voting system at the AGM, the Company has engaged CDSL for its services;
2. Members attended the Meeting through VC/OAVM facility provided in accordance with the General Circular no. 20/2020 of May 5, 2020 and other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was November 21, 2020;
4. The period for remote e-voting commenced on Wednesday, November 25, 2020 at 9:00 a.m. (IST) and ended on Friday, November 27, 2020 at 5.00 p.m. (IST). The remote e-voting module was disabled by CSDL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM;
6. Further, the votes cast through remote e-voting and e-voting system during the AGM were unblocked by us on November 28, 2020 at 12:50p.m. in the presence of two witnesses Ms. Akanksha Chaubey and Ms. Cidel Pereira, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting on the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of CDSL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the AGM.



Item No. 1: Adoption of Audited Annual Financial Statements of the Company for the Financial Year ended March 31, 2020, along with the Reports of the Board of Directors' and Auditor's thereon - AS AN ORDINARY RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
20	1660006	100	0	0	0	-

B.

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
Promoter	E-voting	1659351	1659351	100	1659351	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	900	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	589749	655	0.1111	655	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		2250000	1660006	73.7780	1660006	0	100	0



Item No. 2: Appointment of Mr. Pavan G. Morarka (DIN: 00174796) as a Director, who retires by rotation and being eligible, offers himself for re-appointment - AS AN ORDINARY RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	655	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes Rachna Morarka, W. H.Brady & Co. Ltd., Shivum Holdings Pvt. Ltd., Vaibhav Morarka and Pavan Morarka being interested abstained from voting					
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
Promoter	E-voting	1659351	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	900	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	589749	655	0.1111	655	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
T O T A L		2250000	655	0.0291	655	0	100	0



Item No. 3: Appointment of Mr. Ramesh C. Jain (DIN: 00175049) as an Independent Director- AS A SPECIAL RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
20	1660006	100	0	0	0	-

B.

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
Promoter	E-voting	1659351	1659351	100	1659351	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	900	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	589749	655	0.1111	655	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		2250000	1660006	73.7780	1660006	0	100	0



All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" for each resolution and all other relevant records will be handed over to the Company Secretary of the Board for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries



[CS SONIA CHETTIAR]
PARTNER
ACS: 27582; COP: 10130
UDIN: A027582B001342269

PLACE: MUMBAI
DATE : NOVEMBER 28, 2020

