



B. P. CAPITAL LIMITED
CIN NO.: L74899HR1994PLC072042
REGD.OFFICE: Plot No- 138, Roz- Ka-Meo Industrial Area,
Sohna (Distt. Mewat), Haryana-122103
Phones: 0124-2362471
Email: bpcapitallimited@gmail.com, Website : www.bpcapital.in

Date: October 01, 2026

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Ref: BSE Scrip Code-536965; CSE-Scrip Code-10012104

Sub: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Voting Results of 33rd Annual General Meeting ('AGM') held on September 29, 2026 and Scrutinizer's Report thereon

Dear Sir/Madam,

Pursuant to Regulation 44(3) and other applicable provisions of the SEBI Listing Regulations, Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013, we hereby submit the following documents regarding the 33rd Annual General Meeting ("AGM") of the shareholders of B. P. Capital Limited ("company") held on Tuesday, September 29, 2026 at 10.30 A.M. (IST) through physical mode at the Registered Office of the Company situated at Plot No. 138, Roz-Ka-Meo Industrial Area, Sohna, (Distt. Mewat), Haryana – 122103:

- Disclosure of Voting Results pursuant to Regulation 44 of the SEBI Listing Regulations;
- Consolidated Scrutinizer's Report dated October 01, 2026, issued by Mr. Kundan Agrawal, Scrutinizer, on remote e-voting and physical voting conducted at the venue of the AGM.

All the resolutions included in the Notice of 33rd AGM of the Company were passed with requisite majority.

The aforesaid documents are also hosted on the website of the Company viz. www.bpcapital.in.

We request you to take the above information on record.
Thanking you,

Yours faithfully
For **B. P. Capital Limited**

Peeyush Kumar
Aggarwal
Peeyush Kumar Aggarwal
Managing Director
DIN - 00090423

Digitally signed by Peeyush Kumar
Aggarwal
Date: 2026.10.01 14:35:47 +05'30'

C.C. :

The Manager (Listing),
Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkatta, West Bengal – 700001

Encl: As above

General information about company	
Scrip code	536965
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE947C01010
Name of the company	B. P. Capital Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2026
Start time of the meeting	10:30 AM
End time of the meeting	11:10 AM

Scrutinizer Details	
Name of the Scrutinizer	Mr. Kundan Agrawal
Firms Name	Kundan Agrawal & Associates
Qualification	CS
Membership Number	7631
Date of Board Meeting in which appointed	29-08-2026
Date of Issuance of Report to the company	01-10-2026

Voting results	
Record date	23-09-2026
Total number of shareholders on record date	1766
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	1765
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2026 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2026 and the Report of the Board of Directors and Auditors thereon					
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700568	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630770	95.8956	1630770	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700568	1700568	100	1700313	255	99.985	0.015
Total		2124968	2124968	100	2124713	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint Mr. Faizal Bavaraparambil Abdul Khader (DIN: 07729191), as the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.					
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700568	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630770	95.8956	1630770	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700568	1700568	100	1700313	255	99.985	0.015
Total		2124968	2124968	100	2124713	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Ajay Sharma (DIN: 03344008) as an Independent Director of the Company				
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700558	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630760	95.8956	1630760	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700558	1700558	100	1700303	255	99.985	0.015
Total		2124958	2124958	100	2124703	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Mr. Ajay Sharma being interested in the business was abstained from voting.

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the object clause of the Memorandum of Association of the Company				
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700568	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630770	95.8956	1630770	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700568	1700568	100	1700313	255	99.985	0.015
Total		2124968	2124968	100	2124713	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Articles of Association of the Company pursuant to the Companies act, 2013				
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700568	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630770	95.8956	1630770	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700568	1700568	100	1700313	255	99.985	0.015
Total		2124968	2124968	100	2124713	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Articles of Association of the Company pursuant to the Companies act, 2013				
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700568	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630770	95.8956	1630770	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700568	1700568	100	1700313	255	99.985	0.015
Total		2124968	2124968	100	2124713	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for making Investments/ Extending Loans and Giving Guarantees or providing securities in connection with loans to persons/ Bodies Corporate under Section 186 of the Companies Act,2013				
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	424400	0	0	0	0	0	0
	Poll		424400	100	424400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	424400	100	424400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1700568	69798	4.1044	69543	255	99.6347	0.3653
	Poll		1630770	95.8956	1630770	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1700568	1700568	100	1700313	255	99.985	0.015
Total		2124968	2124968	100	2124713	255	99.988	0.012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of transactions under section 185 of the Companies Act, 2013				
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	424400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1685544	69798	4.141	69543	255	99.6347	0.3653
	Poll		1615746	95.859	1615746	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1685544	1685544	100	1685289	255	99.9849	0.0151
Total		2109944	1685544	79.8857	1685289	255	99.9849	0.0151
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	6 shareholders were interested in this business therefore abstained from Voting.

Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for entering into Related Party Transaction(s)				
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	424400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	424400	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1685544	69798	4.141	69568	230	99.6705	0.3295
	Poll		1615746	95.859	1615746	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1685544	1685544	100	1685314	230	99.9864	0.0136
Total		2109944	1685544	79.8857	1685314	230	99.9864	0.0136
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	6 shareholders were interested in this business therefore abstained from Voting.



CONSOLIDATED SCRUTINIZER'S REPORT (E-VOTING & POLL)

REPORT OF SCRUTINIZER APPOINTED BY THE BOARD OF DIRECTORS FOR THE 33rd ANNUAL GENERAL MEETING OF B. P. CAPITAL LIMITED HELD ON TUESDAY, 29th SEPTEMBER, 2026 AT 10:30 A.M. AT PLOT NO 138, ROZ KA MEO INDUSTRIAL AREA, SOHNA, MEWAT, HARYANA - 122103

The 33rd Annual General Meeting of the Members of B. P. Capital Limited has been held on Tuesday, 29th September, 2026 at 10:30 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana - 122103, for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the Notice of 33rd Annual General Meeting of B. P. Capital Limited dated 29th August, 2026.

The undersigned **Mr. Kundan Agrawal, Practicing Company Secretary** was appointed as the Scrutinizer, by the Board of Directors of B. P. Capital Limited at their Board Meeting held on 29th August, 2026 for the 33rd Annual General Meeting of the Company held on 29th September, 2026.

The result of the poll & e-voting conducted for the Annual General Meeting is as under:-

Resolution No. 1

Nature of Resolution Ordinary Business -Ordinary Resolution

Subject Matter: To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2026 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2026 and the Report of the Board of Directors and Auditors thereon

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	28	2055170 (96.726%)	0	0	0	0
By E- Voting	53	69543 (03.274%)	11	255 (0.000%)	0	0
Consolidated Votes	81	2124713 (100%)	11	255 (0.000%)	0	0

Resolution No. 2

Nature of Resolution **Ordinary Business-Ordinary Resolution**

Subject Matter: To appoint Mr. Faizal Bavaraparambil Abdul Khader (DIN: 07729191), as the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholder	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	28	2055170 (96.726%)	0	0	0	0
By E- Voting	53	69543 (03.274%)	11	255 (0.000%)	0	0
Consolidated Votes	81	2124713 (100%)	11	255 (0.000%)	0	0

Resolution No. 3

Nature of Resolution **Special Business-Special Resolution**

Subject Matter: Re-Appointment of Mr. Ajay Sharma (DIN: 03344008) as an Independent Director of the Company

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	27	2055160 (96.725%)	0	0	0	0
By E- Voting	53	69543 (03.275%)	11	255 (0.000%)	0	0
Consolidated Votes	80	2124703 (100%)	11	255 (0.000%)	0	0
Mr. Ajay Being interested in the business was abstained from voting.						

Resolution No. 4

Nature of Resolution **Special Business-Special Resolution**

Subject Matter: Alteration of the object clause of the Memorandum of Association of the Company

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	28	2055170 (96.726%)	0	0	0	0
By E- Voting	53	69543 (03.274%)	11	255 (0.000%)	0	0
Consolidated Votes	81	2124713 (100%)	11	255 (0.000%)	0	0

Resolution No. 5

Nature of Resolution Special Business-Special Resolution

Subject Matter: Alteration of Articles of Association of the Company pursuant to the Companies act, 2013

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	28	2055170 (96.726%)	0	0	0	0
By E- Voting	53	69543 (03.274%)	11	255 (0.000%)	0	0
Consolidated Votes	81	2124713 (100%)	11	255 (0.000%)	0	0

Resolution No. 6

Nature of Resolution Special Business-Special Resolution

Subject Matter: Approval of Borrowings powers of the Company under Section 180(1) (C) of the Companies Act, 2013

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	28	2055170 (96.726%)	0	0	0	0
By E- Voting	53	69543 (03.274%)	11	255 (0.000%)	0	0
Consolidated Votes	81	2124713 (100%)	11	255 (0.000%)	0	0

Resolution No. 9**Nature of Resolution** **Special Business-Ordinary Resolution****Subject Matter:** Approval for entering into Related Party Transaction(s)

Details of Voting	Assent (For) No. of Shares of Face Value of Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	No. of Shareholders	No. of shares
By Poll	22	1615746 (95.873%)	0	0	0	0
By E- Voting	54	69568 (04.127%)	10	230 (0.000%)	0	0
Consolidated Votes	76	1685314 (100%)	10	230 (0.000%)	0	0
6 shareholders were interested in this business therefore abstained from voting						

All of the above mentioned resolutions have been duly passed with requisite majority.

Thanking You,

Yours Faithfully

For Kundan Agrawal & Associates
Company Secretaries



Kundan Agrawal
Scrutinizer
Membership No.: 7631
C P No 8325
UDIN: F007631H001695460

Peeyush Kumar Aggarwal
Digitally signed by
Peeyush Kumar Aggarwal
Date: 2026.10.01 14:42:58
+05'30'

Counter Signed By Chairman

Place: Delhi
Date: 01/10/2026

Witness:

Witness:

Disha
Disha
Occupation - JAS
C-369, Surya Nagar
Ghaziabad, U.P. 201011.

Gurabhi Singh
Surbati Singh
Occupation - JAS
H.No. 29, Keshav Block,
Gurgaon Ramdass Nagar,
Laxmi Nagar, - 110092,
New Delhi



Report of Scrutinizer (E-Voting)
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of the 33rd Annual General Meeting of the members of **B. P. Capital Limited ("the Company")** held on Tuesday, 29th September, 2026 at 10:30 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana – 122103.

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting as per provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for Annual General Meeting of B. P. Capital Limited held on Tuesday, 29th September, 2026 at 10:30 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana – 122103.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 33rd Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast in favor or against the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Service (India) Limited (CDSL), for the e-voting process engaged by the Company.

Further to the above, I submit my report as under:-

1. The e-voting period remained open from 26th September, 2026 (09:00 A.M.) to 28th September, 2026 (05:00 P.M.). The Annual General Meeting of the company is held on Tuesday, 29th September, 2026.
2. The Members of the Company as on the cut-off date i.e. 23rd September, 2026 were entitled to vote on the resolution.
3. The Votes cast were unblocked on 29th September, 2026.
4. Thereafter the details containing inter alia, list of Equity Shareholder(s), who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website of **Central Depository Service (India) Limited (CDSL)**. i.e. www.evotingindia.com.

THE RESULT OF THE VOTE'S CASTED ELECTRONICALLY IS AS UNDER:

Item No. 1 of the Notice: Ordinary Business - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2026 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2026 and the Report of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 2 of the Notice: Ordinary Business- Ordinary Resolution

To appoint Mr. Faizal Bavaraparambil Abdul Khader (DIN: 07729191), as the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 3 of the Notice: Special Business- Special Resolution

Re-Appointment of Mr. Ajay Sharma (DIN: 03344008) as an Independent Director of the Company

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
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11	255	0.37%
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(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 4 of the Notice: Special Business- Special Resolution

Alteration of the Object Clause of the Memorandum of Association of the Company

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 5 of the Notice: Special Business- Special Resolution

Alteration of Articles of Association of the Company pursuant to the Companies act, 2013

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 6 of the Notice: Special Business- Special Resolution

Approval of Borrowings Powers of the Company under Section 180(1) (C) of the Companies Act, 2013

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 7 of the Notice: Special Business- Special Resolution

Approval for making investments/ extending loans and giving guarantees or providing securities in connection with loans to persons/ bodies corporate under section 186 of the Companies Act, 2013

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 8 of the Notice: Special Business- Special Resolution

Approval of Transactions under Section 185 of the Companies Act, 2013

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
53	69543	99.63%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	255	0.37%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

Item No. 9 of the Notice: Special Business- Ordinary Resolution

Approval for entering into Related Party Transaction(s)

(i) Voted **in favour** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
54	69568	99.67%

(ii) Voted **against** the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	230	0.33%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
0	0	0

All of the above mentioned resolutions have been duly passed with requisite majority.

Thanking You,

Yours Faithfully

KUNDAN AGRAWAL & ASSOCIATES

Company Secretaries



Kundan Agrawal

Scrutinizer

Membership No.: 7631

C P No 8325

UDIN: F007631H001695460

Digitally signed by
Peeyush Kumar Aggarwal
Date: 2026.10.01 14:46:25
+05'30'

Counter Signed By Chairman

Place: Delhi

Date: 01/10/2026

Witness:

Disha
Disha
Occupation - Job
C-369, Surya Nagar
Ghaziabad, U.P. 201011.

Witness:

Surabhi Singh
Surabhi Singh
Occupation - Job
H.No. 29, Keshav Block,
Gurgaon Ramdas Nagar,
Laxmi Nagar, - 110092,
New Delhi



FORM No. MGT - 13
Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014]

To
The Chairman,
B. P. Capital Limited
Plot No 138, Roz Ka Meo Industrial Area,
Sohna, Mewat, Haryana – 122103.

Subject: For the 33rd Annual General Meeting of the Members of B. P. Capital Limited held on Tuesday, 29th September, 2026 at 10:30 A.M. at Plot No 138, Roz Ka Meo Industrial Area, Sohna, Mewat, Haryana – 122103

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of M/s B. P. Capital Limited at their meeting held on 29.08.2026 for the purpose of scrutinizing the poll and ascertaining the requisite majority on poll as per provision of section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereunder for the 33rd Annual General Meeting of the Company.

1. After the time fixed for closing of the poll by the Chairman, ballot box was kept for polling and was locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

3 The poll papers if any, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.

4. The result of the Poll is as under:

(a) Resolution No. 1

To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2026 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the Financial Year ended 31st March, 2026 and the Report of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
28	2055170	100

(ii) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(b) Resolution No. 2

To appoint Mr. Faizal Bavaraparambil Abdul Khader (DIN: 07729191), as the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.

(i) Voted in **favour** of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
28	2055170	100

(ii) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(c) Resolution No. 3

Re-Appointment of Mr. Ajay Sharma (DIN: 03344008) as an Independent Director of the Company

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
27	2055160	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

* Mr. Ajay Sharma, being the related party abstained himself from the present resolution.

(d) Resolution No. 4

Alteration of the Object Clause of the Memorandum of Association of The Company

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
28	2055170	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(e) Resolution No. 5

Alteration of Articles of Association of the Company pursuant to the Companies Act, 2013

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
28	2055170	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(f) Resolution No. 6

Approval of Borrowings Powers of the Company under Section 180(1) (C) of the Companies Act, 2013

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
28	2055170	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(g) Resolution No. 7

Approval for making Investments/ extending loans and giving guarantees or providing securities in connection with loans to persons/ bodies Corporate under section 186 of the Companies Act,2013

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
24	2055170	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(h) Resolution No. 8

Approval of transactions under section 185 of the Companies Act, 2013

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
22	1615746	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

** 6 members being interested in this resolution were abstained from Voting.

(i) Resolution No. 9

Approval for entering into Material Related Party Transaction(s)

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
22	1615746	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

** 6 members being interested in this resolution were abstained from Voting.

5. The Poll Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Annual General Meeting.

6. The combined results of the votes (electronic and physical) are annexed as **Annexure-1** with this report.

7. All of the above-mentioned resolutions have been duly passed with requisite majority.

Thank you,

Yours faithfully

KUNDAN AGRAWAL & ASSOCIATES

Company Secretaries



Kundan Agrawal

Scrutinizer

Membership No.: 7631

C P No 8325

UDIN: F007631H001695460

Peeyush

Kumar

Aggarwal

Digitally signed by
Peeyush Kumar
Aggarwal
Date: 2026.10.01
14:36:38 +05'30'

Counter Signed By Chairman

Place: Delhi

Date: 01/10/ 2026

Witness:

Disha
Disha
Occupation - Job
C-369, Surya Nagar
Ghaziabad, UP-201011.

Witness:

Swarni Singh
Swarni Singh
Occupation - Job
H.No. 29, Keshav Block,
Gurgaon Ramdas Nagar,
Laxmi Nagar, - 110092,
New Delhi