



Banaras Beads Limited

AN EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA

CIN No. L01131UP1980PLC004984



Manufacturers & Exporters of : COSTUME JEWELLERY, HANDICRAFTED, GLASS, WOODEN, HORN, CLAY AGATE, BONE, CERAMIC, BRASS, STONE AND ANY OTHER TYPES OF BEADS PENDENTS, BANGLES & EAR-RING ETC.

Regd. & : A-1, Industrial Estate,
Head Office Varanasi - 221106 (INDIA)
Phones : +91-542-2370161-4 (4 Lines)
Fax : +91-542-2370165, 2370214
E-mail : info@banarasbead.com
Website : www.banarasbead.com
Fashion Jewelry Website : www.de-lemon.com

REF.: BBL/SECT/

July 28, 2021

To,

The BSE Limited

Department of Corporate Services,

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai - 400001

The National Stock Exchange Of (I) Ltd.,

Exchange Plaza, 5th Floor,

Plot No.C/1, G-Block,

Bandra-Kurla Complex, Bandra (E)

Mumbai - 400 051

Sub.: Proceedings of the 41st Annual General Meeting of the Company held on 27.07.2021 through VC mode.

Dear Sir,

In accordance with the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceeding of the 41st Annual General Meeting of the Company held on 27th July, 2021, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For BANARAS BEADS LIMITED

(R.K. SINGH)

COMPANY SECRETARY

Encl. : As Above.



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SUMMARY OF PROCEEDINGS OF THE 41ST ANNUAL GENERAL MEETING OF BANARAS BEADS LIMITED HELD THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM").

Mr. Ashok Kumar Gupta, Chairman and Managing Director, chaired the proceedings of the Meeting.

Mr. R.K. Singh, Company Secretary addressed to the Members and others in 41st Annual General Meeting of the Company (Banaras Beads Limited) held on Tuesday, the 27th July, 2021 at 3:00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). He explained to the Members regarding participation, e-voting and other points to be followed by them during proceeding of meeting. He also stated that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms this meeting has been convened through VC / OAVM and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The quorum was present at 3.00 P.M.

The number of shareholders as on record date 20th July, 2021 were 6165.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	N.A.	N.A.	-
Through Proxy / Authorised Representative	N.A.	N.A.	-
Video Conference	3	74	77
Total	3	74	77

The Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors, Management Committee Members, Auditors one by one as under-

Sl. No.	Name of the Director	Designation	Attended through VC from
1.	Mr. Ashok Kumar Gupta	Chairman & Managing Director	BBL office
2.	Mr. Siddharth Gupta	Chief Executive Officer & Managing Director, Chairman of Risk Management Committee	BBL office
3.	Smt. Shalini Chandra	Executive Director	Varanasi

FOR BANARAS BEADS LTD.

(R.K. Singh)
Company Secretary



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4.	CA Sushil Kumar Kandoi	Independent Director, Chairman of Audit and CSR committee.	Varanasi
5.	Mr. Anil Kumar Gupta	Independent Director, Chairman of Stake Holders Relationship, Grievance and Share Transfer	Varanasi
7.			
6.	Mr. Manan Kumar Sah	Independent Director, Chairman of Nomination & Remuneration Committee	Varanasi

In attendance:

Sl. No.	Name of the Officials	Designation	Attended through VC from
1.	Mr. R.K. Singh	Company Secretary & Compliance Officer	BBL Office, Varanasi
2.	Mr. Vinay Kumar Piyush	Chief Financial Officer	Office
3.	Mr. G.D. Dubey	Statutory Auditor Partner, G.D. Dubey and Associates	Office Varanasi
4.	Mr Ajay jaiswal	Secretarial Auditor and Scrutinizer <i>Proprietor of Ajay Jaiswal & Co.</i>	Home Varanasi
5	Mr. Kamal Kishor Srivastava	Internal Auditor Partner, Kamal Kishor & Co.	BBL Office Varanasi

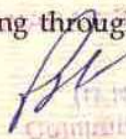
The Chairman & Managing Director Mr. Ashok Kumar Gupta, delivered his speech.

Thereafter, Mr. Siddharth Gupta, CEO & Managing Director stated about future prospects /business strategy of the Company including impact of the Covid-19 pandemic to company and on human life and ways and means to increase the turnover of the company through new products.

Thereafter, Mr. R.K. Singh, Company Secretary informed the Members about the original documents including the register of Director's shareholding, register of contracts, copies of audited financial statements, etc., were available for inspection.

With the permission of the Members, the Notice convening the Meeting, having been circulated to all the Members, was taken as read.

The Company Secretary further informed the Members that the Company has provided to its Members the facility to cast their vote electronically on all the resolutions set forth in the Notice of the AGM. Members who have not casted their vote through remote e-voting can cast their vote during the course of the meeting through the e-voting facility provided on


(R.K. Singh)
Company Secretary



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NSDL e-voting website and cast their vote and while at the same time watch the proceedings of the meeting.

He further informed that Ajay Jaiswal & Co., Practising Company Secretaries, Ajay Jaiswal was appointed as Scrutinizer to scrutinize the votes cast through remote voting and during the meeting.

Thereafter the Company Secretary put up following resolutions before the members for their consideration who have not voted. The e-voting was opened during the meeting:

Ordinary Business:

1. Adoption of the Audited Standalone Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary resolution)
2. To appoint a director in place of Shri Ashok Kumar Gupta (DIN: 00016661), who retires by rotation and being eligible, offers himself for re-appointment as director (Ordinary resolution)

Special Business:

Special Resolution-

3. Approval of increment in remuneration of Mr. Siddharth Gupta, CEO & Managing Director of the company w.e.f. 27th July, 2021:

Ordinary Resolution-

4. Approval of appointment of Mrs. Shivani Gupta, holding office or place of profit, as General Manager-Marketing of the Company w.e.f. 1st August, 2021.

The Chairman Mr. Ashok Kumar Gupta authorised to Mr. R.K. Singh, Company Secretary of the Company to respond all the questions raised by the Members through email as well as those raised during the meeting through VC or the chat box option. The shareholders have raised questions regarding Impact of Covid-19, future business strategy, not given dividend, account related other questions. The Company Secretary suitably replied all the questions.

Mr. Manan Kumar Sah, Independent Director thanked all the Directors, Members and others for joining the meeting through VC.

The Chairman announced that the e-voting results along with the consolidated Scrutiniser's Report shall be informed to Stock Exchanges and also be placed on the website of the Company, NSDL and Stock Exchanges.

Thereafter Chairman Mr. Ashok Kumar Gupta closed the proceeding of the meeting at 3.43 P.M. and thereafter e-voting closed at 3.50 P.M.

For BANARAS BEADS LTD.

(R.K. Singh)
Company Secretary



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Post completion of the Annual General Meeting, after scrutiny of votes the Scrutiniser submitted his Report. As per the report submitted by the Scrutiniser considering the consolidated results of the remote e-voting held prior to the AGM, the resolutions stated in the notice of Annual General Meeting date 27.05.2021 as Item No. 1&2 (Ordinary Resolutions) passed unanimously by members and Item No. 3 (Special Resolution) & 4 (Ordinary Resolution) passed with requisite majority.

Thanks,
For Banaras Beads Limited

(R.K. Singh)
Company Secretary
FCS No. F4071



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REF.: BBL/SECT/

JULY 28, 2021

To,
The BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001

The National Stock Exchange Of (I) Ltd.,
Exchange Plaza, 5th Floor,
Plot No.C/1, G-Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Sub.: Declaration of Voting Result of the 41st Annual General Meeting of the Company held on 27.07.2021 through VC mode.

Dear Sir,

With reference to the captioned matter, we would like to state that the 41st Annual General Meeting of the Company was held on 27th July, 2021 through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Please find enclosed herewith:

- Voting result as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Scrutinizers Report on E-voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record.

Thanking you,
Yours faithfully,
For BANARAS BEADS LIMITED

(R.K. SINGH)
COMPANY SECRETARY

Encl. : As Above.

Res No 4071



BANARAS BEADS LIMITED

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investor@bbinvestor.com
Website : www.banarasbeads.com

Banaras Beads Limited - Voting Results

Banaras Beads Limited - Voting Results									
Date of the AGM			27th July, 2021						
Total number of shareholders on record/cutoff date 20.07.2021			6165						
No. of shareholders present in the meeting either in person or through proxy:									
Promoters and Promoter Group			NIL (Meeting held through Audio/Video)						
Public			NIL (Meeting held through Audio/Video)						
No. of shareholders attended the meeting through Video Conferencing:			77						
Promoters and Promoter Group			3						
Public			74						
Agenda wise disclosure									
Item No. 1 - Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.									
Resolution required: (Ordinary/Special)			Ordinary						
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 Poll	3835592	3363052	87.68%	3363052	NIL	100	0.00	
	Postal Ballot		-						
	Total	3835592	3363052	87.68%	3363052	NIL	100	0.00	
Public Institutions	E-voting Poll	1728620	157415	9.11%	157415	NIL	100	0.00	
	Postal Ballot								
	Total	1728620	157415	9.11%	157415	NIL	100	0.00	
Public Non-Institutions/	E-voting Poll	1,072,010	1072010	100%	1072010	NIL	100	0.00	

(R.K. Singh)
Company Secretary



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investor@bblinvestor.com
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Manufacturers & Exporters of All kind of Beads, Fashion Jewelry and Accessories.

trust	Postal Ballot								
	Total	1072010	1072010	100%	1072010	NIL	100	0.00	
Total		6636222	4592477	69.20%	4592477	NIL	100	0.00	

Item No. 2 - Reappoint a director in place of Shri Ashok Kumar Gupta (DIN: 00016661), who retires by rotation and being eligible, offers himself for re-appointment as director.

Resolution required: (Ordinary/Special)

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary
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
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-voting	3835592	1798650	46.89%	1798650	NIL	100	0.00
	Postal Ballot							
Public Institutions	Total	3835592	1798650	46.89%	1798650	NIL	100	0.00
	E-voting	1728620	157415	9.11%	157415	NIL	100	0.00
	Postal Ballot							
Public Non-Institutions	Total	1728620	157415	9.11%	157415	NIL	100	0.00
	E-voting	1072010	1072010	100%	1072010	NIL	100	0.00
	Postal Ballot							
Total	Total	1072010	1072010	100%	1072010	NIL	100	0.00
		6636222	3028075	45.63%	3028075	NIL	100	0.00

FOR BANARAS BEADS LTD.

(R.K. Singh)
Company Secretary



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Item No. 3 - Approval of increment in remuneration of Mr. Siddharth Gupta, CEO & Managing Director of the company w.e.f. 27th July, 2021.

Resolution required: (Ordinary/Special)

Special

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
Promoter and Promoter	E-voting	3835592	1798650	46.89%	1798650	NIL	100	0.00
GFOU	Poll	-	-	-	-	-	-	-
	Postal Ballot	3835592	1798650	46.89%	1798650	NIL	100	0.00
Public Institutions	E-voting	1728620	157011	9.08%	156717	294	99.81	0.19
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1728620	157415	9.11%	156717	294	99.81	0.19
	Poll	1072010	1072010	100%	1072010	-	100	0.00
	Postal Ballot	1072010	1072010	100%	1072010	-	100	0.00
Total	Total	6636222	3027671	45.62%	3027377	294	99.09	0.01

Item No. 4 - Approval of appointment of Mrs. Shivani Gupta, holding office or place of profit, as General Manager-Marketing of the Company w.e.f. 1st August, 2021.

Resolution required: (Ordinary/Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

For BANARAS BEADS LTD.

(R.K. Singh)
Company Secretary



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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 GFOU	E-voting Poll Postal Ballot	3835592	1798650	46.89%	1798650	NIL	100	0.00
	Total	3835592	1798650	46.89%	1798650	NIL	100	0.00
Public Institutions	E-voting Poll Postal Ballot	1728620	157011	9.08%	156717	294	99.81	0.19
	Total	1728620	157415	9.11%	156717	294	99.81	0.19
Public Non-Institutions	E-voting Poll Postal Ballot	1072010	1072010	100%	1072010		100	0.00
	Total	1072010	1072010	100%	1072010		100	0.00
Total		6636222	3027671	45.62%	3027377	294	99.09	0.01

For Banaras Beads Limited

(R.K. Singh)
Company Secretary
FCS No. F4071

Ajay Jaiswal & Co.

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S 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 and as per MCA General Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020 and Circular No. 20/2020 dated 05.05.2020 and Circular no. 02/2021 dated January, 13, 2021 ("MCA Circulars").

To,
The Chairman,
41st Annual General Meeting of the Equity Shareholders of
Banaras Beads Limited
held on Tuesday, July 27, 2021, at 3:00 P.M.
through Video Conferencing / Other Audio Visual Means ('VC / OAVM')

July 28, 2021

Dear Sir,

I, Ajay Kumar Jaiswal, Proprietor, Ajay Jaiswal & Co., Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Banaras Beads Limited (Company), for the purpose of scrutinizing the E-voting process conducted for transacting the business as mentioned in the Notice dated May 27, 2021, convening 41st Annual General Meeting (AGM) of the Equity Shareholders of the Company which was held on Tuesday, July 27, 2021, at 3:00 P.M. Indian Standard Time (IST) through Video Conferencing / Other Audio Visual Means ('VC / OAVM').

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote E-voting prior to the date of AGM and E-voting process during the AGM.

My responsibility as a Scrutinizer is restricted to give a consolidated Report on votes cast by the members of the Company.

I submit my report as under:

1. The Company had availed the E-voting facility offered by National Securities Depository Limited ("NSDL") for providing remote E-voting facility to the Members of the Company prior to AGM as well as during the AGM.
2. Prior to the date of AGM, the remote E-voting facility remained open for 3 days from July 24, 2021, 9:00 A.M. (IST) to July 26, 2021, 5:00 P.M. (IST) and was disabled for voting thereafter.
3. Further, the Company had also provided E-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote E-voting, to cast their vote during the AGM. The AGM started at 3.00 PM and closed around at 3.43 P.M. and e-voting closed around at 3.50 P.M.
4. After the completion of the E-voting process at the AGM, the votes cast through remote E-voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the E-voting website of NSDL (<https://www.evoting.nsdl.com>) at about 4:00 P.M. in the presence of two witnesses – Ms Kavya Srivastava resident of C4/269B, Chetganj, Varanasi-221001, U. P. and Mr. Devendra Kumar Mishra resident of Mandaw, Post-Rohania, Bhullanpur PAC, Varanasi-221108, U. P., who are not in the employment of the Company.



"AKSHARAALI" N 10/58 J-32 LANE NO.4, SRIRAM NAGAR COLONY MAHMOORGANJ-DLW ROAD, VARANASI-221010 UP INDIA

Office No. : +91-9559368151, 7007941098, Mob.No. Hand Held +91-9415301672, 9336911129, Tel. No. 0542-2360230

E-mail : workroc@gmail.com, ajaycs2012@gmail.com

5. I have scrutinized and reviewed the votes cast by the members through remote E-voting prior to the date of AGM as well as through E-voting process during the AGM, based on the downloaded from the NSDL website.

The consolidated result of the remote E-voting prior to the date of AGM and during the AGM is as under:

Ordinary Resolution No. 1:

Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	91	4592477	100.00
Voted Against	0	0	0.00
Total	91	4592477	100.00
Invalid Votes	0	0	N.A.

RESULT -

I, report that the 91 members voted in favour of above resolution. Neither any one member voted against nor any vote was invalid. Thus the above resolution was passed unanimously "as Ordinary Resolution" by all the shareholders who have casted their vote.

Ordinary Resolution No. 2:

Reappoint a director in place of Shri Ashok Kumar Gupta (DIN: 00016661), who retires by rotation and being eligible, offers himself for re-appointment as director.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	89	3028075	100.00
Voted Against	0	0	0.00
Total	89	3028075	100.00
Invalid Votes	0	0	N.A.

RESULT -

I, report that the 89 members voted in favour of above resolution. Neither any one member voted against nor any vote was invalid. Thus the above resolution was passed unanimously "as Ordinary Resolution" by all the shareholders who have casted their vote.

Special Resolution No. 3:

Approval of increment in remuneration of Mr. Siddharth Gupta, CEO & Managing Director of the company w.e.f. 27th July, 2021.



Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	87	3027671	99.09
Voted Against	1	294	0.01
Total	88	3027965	100.00
Invalid Votes	0	0	N.A.

RESULT-

I, report that the 87 members voted in favour of above resolution. 1 Member voted against the resolution. As the number of votes cast in favour of the resolution were three times more than the number of votes cast against. Thus Item no. 3 as set out in the Notice of the AGM passed as "Special Resolution" with requisite majority.

Ordinary Resolution No. 4:

Approval of appointment of Mrs. Shivani Gupta, holding office or place of profit, as General Manager-Marketing of the Company w.e.f. 1st August, 2021.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	87	3027671	99.09
Voted Against	1	294	0.01
Total	88	3027965	100.00
Invalid Votes	0	0	N.A.

RESULT -

I, report that the 87 members voted in favour of above resolution. 1 Member voted against the resolution. As the number of votes cast in favour of the resolution were more than the number of votes cast against. Thus Item no. 4 as set out in the Notice of the AGM passed as "Ordinary Resolution" with requisite majority.

The electronic data and other relevant records relating to e-voting are under my safe custody until the Chairman of the Company considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours faithfully,
For Ajay Jaiswal & Co.

(Ajay Kumar Jaiswal)

Proprietor

M. No. 5112

UDIN: F005112C000697991