



BANARAS BEADS LIMITED

AN EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA
CIN No. L01131UP1980PLC004984

Manufacturers & Exporters of All kind of Beads, Fashion Jewelry and Accessories.

AN ISO
CERTIFIED
COMPANY

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

REF.: BBL/SECT/

(Courier)

October 16, 2017

TO,
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.: Filing of Distribution Schedule and other documents, 37th AGM of the Company was held on 28th September, 2017.

Dear Sir,

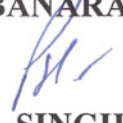
Please find enclosed herewith the following documents, in respect of 37th Annual General Meeting of the Company held on 28th September, 2017.

- 1) A copy of Minutes of 37th AGM of the Company, AGM held on 28.09.2017, copy enclosed as **Annexure-1**.
- 2) Copy Distribution Schedule, in respect of shareholding of the Company, as on date of 37th Annual General Meeting, copy enclosed as **Annexure-2**.
- 3) Copies of Annual Reports for F.Y.2016-2017 containing Notice, Director Reports, Corporate Governance, Auditors Reports, Annual Accounts and others, copy enclosed as **Annexure-3**.

Further please note, in the AGM, re-appointment of Director, Statutory Auditors and other matters were approved by the members.

Please take the above documents on the records and acknowledge the receipt of the same.

Thanking you,
Yours faithfully,
For **BANARAS BEADS LIMITED**


(R.K. SINGH)
COMPANY SECRETARY
Encl. : As Above.

MINUTES OF THE 37TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BANARAS BEADS LIMITED HELD ON THURSDAY THE 28TH DAY OF SEPTEMBER, 2017 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT A-1, INDUSTRIAL ESTATE, VARANASI -221106.

1. PRESENT :

- DIRECTORS :

Shri Ashok Kumar Gupta
Shri Siddharth Gupta
Smt. Shalini Chnadra
Shri Ashok Kumar Kapoor
Shri Praveen Singh
Shri Tanmay Deva

- CHAIRMAN AND MANAGING DIRECTOR
- CEO & MANAGING DIRECTOR
- Executive Director
- DIRECTOR (independent director)
- DIRECTOR (independent director)
- DIRECTOR (independent director)

- MEMBERS PRESENTS :

	<u>No. of Person</u>	<u>Shares held</u> <u>Share Capital</u>	<u>% to Total</u>
(a) MEMBERS PRESENT IN PERSON	71	3185237	48.00
(b) PRESENT THROUGH PROXY	4	440	0.00
TOTAL -	75	3185677	48.00

The Auditors and Secretarial Auditors were also present.

2. CHAIRMAN -

Shri Ashok Kumar Gupta, Chairman & Managing Director of the company, took the Chair

3. QUORUM -

Shri R. K. Singh, Company Secretary confirmed to the Chairman that U/s 103 of Companies Act, 2013 requisite quorum present in the meeting, the Chairman called the meeting in order.

4. WELCOME ADDRESS-

The Chairman welcomed the members. He informed the members that the Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts with related party and contracts and bodies etc. in which directors are interested and Register of Proxy, Auditors' Reports on financial statements and the Secretarial Audit Report are lying on the table and the members may inspect the same anytime during the meeting.

5. COMPLIANCE INCLUDING RECORD OF PROXIES -

Shri R.K. Singh, Company Secretary, reported that the all the statutory compliance concerning with this meeting has been complied and the attendance of the members present in person and attendance of proxies has been recorded in the Attendance Register.

6. NOTICE:

With the consent of the members present, the Notice convening the meeting was taken as read

7. AUDITOR'S REPORT AND SECRETARIAL REPORT :

The Chairman informed the members that as per Section 145 of the Companies Act, 2013, only the qualifications, observation or comments made in financial transactions or matters which have any adverse effect on the functioning of the Company and mentioned in the Auditor's Report are required to be read at the Meeting. As the Auditors had issued a clean

report on Financial Statements' for the financial year ended 31st March, 2017, the Chairman said that he was not asking the Company Secretary to read out it. Similarly, there were no qualification in the Secretarial Audit Report and hence it was not required to be read out.

8. VOTING PROCESS:

The Chairman informed the members that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rule") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided facility of voting through electronic means (remote e-voting) that the same was conducted from 25th September, 2017 to 27th September, 2017.

He further informed the members that those of the members present, who had not cast their votes through remote e-voting, will be given an opportunity to cast their vote by means of ballot that will be conducted at the venue of this Meeting.

The members were informed that the Board had appointed Mr. Ajay Jaiswal, Practicing Company Secretary, Varanasi as the Scrutinizer for the remote e-voting as well as the Scrutinizer for the voting by ballot at the venue of the meeting.

The Chairman also stated to the Members that the outcome of each resolution will be declared at last, based on the combined votes cast by e-voting and ballot.

9. BUSINESS OF NOTICE:

The Chairman then proceeded with the business to be transacted at the meeting.

ORDINARY BUSINESS :

1. Item No. 1- Adoption of Annual Accounts.

The following resolution was proposed by Shri Mohit Gupta and seconded by Shri Jai Singh and other members.

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2017 and Profit and Loss Account for the year ended on that date and the Reports of Directors and Auditors thereon as placed before the meeting be and are hereby received, considered and adopted".

The Chairman invited question on proposed resolution. Some members asked about turnover and other related matters. The Chairman replied suitably and members were satisfied.

2. ITEM NO. 2- DECLARATION OF DIVIDEND FOR F.Y. 2016-17.

The following resolution was proposed by Shri Hridyanand Srivastava and seconded by Mr. Sanjay Kumar Singh and other members.

RESOVLED THAT the final dividend @ Rs.1.00 per Equity Share capital of the Company for F.Y. 2016-2017 as decided by the board of directors be and is hereby confirmed."

The Chairman invited question on proposed resolution. No one member asked any question.

3. ITEM NO. 3 - RE-APPOINTMENT OF DIRECTOR :

The following resolution was proposed by Mr. Vinay Kumar Piyush, seconded by Mr. Gopal Das Gupta and other Members.

RESOLVED THAT pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the re-appointment of Smt. Shalini Chandra (DIN: 01036394) as a Director/ Executive Director, to the extent that he is required to retire by rotation and to continue as Director and Chief Executive Officer & Managing Director of the company

The Chairman invited question on proposed resolution. No one member asked any question.

4. **ITEM NO. 4 - APPOINTMENT OF STATUTORY AUDITORS:**

The following resolution was proposed by Mr. Ateek Agarwal and seconded by Mr. Subhash Srivastava and other Members.

RESOLVED THAT, pursuant to Sections 139 and 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, as amended from time to time, pursuant to the proposals of the audit committee of the Board and recommendation of the Board, M/s G D Dubey & Associates, Chartered Accountants (Firm registration number 009836C) be and is hereby appointed as the statutory auditors of the Company, to hold office for a period of five consecutive years commencing from the conclusion of 37th Annual General Meeting, subject to ratification every year in Annual General Meeting, on a remuneration that may be determinate by the audit committee and Board in consultation with the auditors..

The Chairman invited question on proposed resolution. No one member asked any question.

10. **VOTING BY BALLOT :**

The Chairman announced that the Agenda of the meeting have been completed and all resolutions were duly proposed and seconded. In accordance with the provisions contained in the Companies Act, 2013 the voting at the meeting would be conducted by casting of ballot at the same venue.

Mr. Ajay Jaiswal, was appointed the Scrutinizer for the voting by ballot and to report thereon to him. Mr. Hemant Rai and Mr. B. D. Singh, both not in the employment of the Company were appointed as the witnesses.

On the instructions of the Chairman, the Scrutinizer, Mr. Ajay Jaiswal, exhibited the empty ballot box to the members present, locked and sealed the polling box in presence of the members and proxies including the witnesses and distributed the polling papers after keeping necessary records.

11. **VOTE OF THANKS:**

Mr. Siddharth Gupta, CEO and MD presented vote of thanks to the Chair.

The Chairman declared the meeting as closed at 4:15 p.m. subject to completion of the procedures connected with the voting by ballot and declaration of the result.

12. **DECLARATION OF RESULT:**

Based on the consolidated Scrutinizers' Report incorporating the results of remote e-voting and voting by ballot at the venue of the Meeting, the Chairman declared the consolidated result of the voting:

No.	Item No.	Voting	Memb ers /Proxy	Number of shares	%	Vote in fav.	Voted against	Invalid vote	Result
1.	Adoption of Accounts for F.Y. 20116-17	<i>Elect.</i>	79	4447196	67.01	79	NIL	NIL	Passed unanimously
		<i>Poll -</i>	9	1540	0.02	9	NIL	NIL	
		<i>Total</i>	88	4448736	67.03	88			

MINUTE BOOK (Members)

2.	Declaration of Dividend for F.Y. 2016-17	<i>Elect.</i>	79	4447196	67.01	79	NIL	NIL	Passed unanimously
		<i>Poll -</i>	<u>9</u>	<u>1540</u>	<u>0.02</u>	<u>9</u>	NIL	NIL	
		<i>Total</i>	88	4448736	67.03	88			
3.	Re-appointment of Smt. Shalini Chandra as director/executive director	<i>Elect.</i>	79	4446992	67.01	78	1 (204 Shares)	NIL	Passed by majority
		<i>Poll -</i>	<u>9</u>	<u>1540</u>	<u>0.02</u>	<u>9</u>	NIL	NIL	
		<i>Total</i>	88	4448532	67.03	87			
4.	Appointment of Int Statutory Auditor	<i>Elect.</i>	79	4447196	67.01	79	NIL	NIL	Passed unanimously
		<i>Poll -</i>	<u>9</u>	<u>1540</u>	<u>0.02</u>	<u>9</u>	NIL	NIL	
		<i>Total</i>	88	4448736	67.03	88			

Total 88 members having 4448736 shares 67.037% participated in AGM proceeding, (79 members have voted electronically out of which 66 members attended meeting and 13 members not attended the meeting. The 9 person present (5 members and 4 proxy holder) and voted by ballot.

13. The Scrutinizer Report is attached with this Minutes for record.

With this, the proceedings of the 37th Annual General Meeting stood concluded.

Place: Varanasi

Date of Signing: 13.10.2017


(Ashok Kumar Gupta)
Chairman

FORM No. MGT-13
Report of Scrutinizer(s)

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

To,
Shri Ashok Kumar Gupta, Chairman
M/s Banaras Beads Ltd.
A-1, Industrial Estate
Varanasi-221106

37th Annual General Meeting of the Equity Shareholders of Banaras Beads Limited.
Held on 28.09.2017 at Registered office of the company at A-1, Industrial Estate,
Varanasi.

Dear Sir,

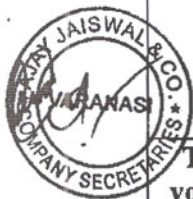
I, Ajay Jaiswal, Practicing Company Secretary (Membership No. 5112) Varanasi, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Banaras Beads Limited, held on 28.09.2017 at Registered office at A-1, Industrial estate, Varanasi, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, Shri Ashok Kumar Gupta, ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me/us.
2. The locked ballot boxes were subsequently opened in my/our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorization/proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll and electronic/ Remote e-voting are as under:

Ordinary Business :

Item No.1- Adoption of Accounts for F.Y. 2016-17

Particulars	e-voting			Voting by Poll		
	Electroni cally No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentag e % of vote
Total No. of votes received	79	4447196	67.01	9	1540	0.02



Less: Invalid Votes	-	-	-	-	-	-
Net Valid Votes	79	4447196	67.01	9	1540	0.02
Voting with Assent	79	4447196	67.01	9	1540	0.02
Voting with Dissent	-	-	-	-	-	-

Item No.2- DECLARATION OF DIVIDEND FOR F.Y. 2016-17

Particulars	e-voting			Voting by Poll		
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote
Total No. of votes received	79	4447196	67.01	9	1540	0.02
Less: Invalid Votes	-	-	-	-	-	-
Net Valid Votes	79	4447196	67.01	9	1540	0.02
Voting with Assent	79	4447196	67.01	9	1540	0.02
Voting with Dissent	-	-	-	-	-	-

Item No.3- RE-APPOINTMENT OF SMT. SHALINI CHANDRA AS DIRECTOR

Particulars	e-voting			Voting by Poll		
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote
Total No. of votes received	79	4447196	67.01	9	1540	0.02
Less: Invalid Votes	-	-	-	-	-	-
Net Valid Votes	79	4447196	67.01	9	1540	0.02
Voting with Assent	78	4446992	67.01	9	1540	0.02
Voting with Dissent	1	204	0.003	-	-	-



Item No.4- APPOINTMENT OF STATUTORY AUDITOR

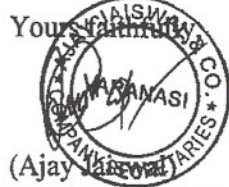
Particulars	e-voting			Voting by Poll		
	Electronically No. of Voters	No. of shares	Percentage % of vote	No. of members present & voting by person or proxy	No. of shares	Percentage % of vote
Total No. of votes received	79	4447196	67.01	9	1540	0.02
Less: Invalid Votes	-	-	-	-	-	-
Net Valid Votes	79	4447196	67.01	9	1540	0.02
Voting with Assent	79	4447196	67.01	9	1540	0.02
Voting with Dissent	-	-	-	-	-	-

Total 88 members having 4448736 shares 67.037% participated in AGM proceeding, (79 members have voted electronically out of which 66 members attended meeting and 13 members not attended the meeting. The 9 person present (5 members and 4 proxy holder) and voted by ballot.

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking You,

Yours faithfully,



(Ajay Jaiswal)
Practicing Company Secretary, Varanasi
(Membership No. 5112)

Place : Varanasi
Date: 29.09.2017

BANARAS BEADS LIMITED
A-1, INDUSTRIAL ESTATE, VARANASI

DISTRIBUTION SCHEDULE

DISTRIBUTION OF EQUITY SHARES AS ON 37TH AGM HELD ON 28.09.2017

Total nominal value Rs. 12 Crores Nominal value of each shares/unit Rs. 10/=

Total number of Shares/Unit 66,36,222. In which 65,91,422 Shares Fully-Paid-up value per Share/ Unit Rs. 10/- and 44,800, Shares Partly-paid-up @ Rs. 5/- per Share.

Distinctive Nos. from 0000001 to 9757374.

TABLE - I

DISTRIBUTION OF HOLDINGS

Shares or Debenture holdings of nominal value of		Shares / Debenture holders		Shares / Debenture holders		
Rs.	Rs.	Number	% to Total	In Rs.	In shares	% to Total
1		2	3	4	5	6
Upto ----	5000	6495	93.49	7311940.00	731194.00	11.02
5001 ----	10000	248	3.57	1880240.00	188024.00	2.83
10001 ----	20000	97	1.40	1439280.00	143928.00	2.17
20001 ----	30000	33	0.48	836940.00	83694.00	1.26
30001 ----	40000	22	0.32	774790.00	77479.00	1.17
40001 ----	50000	18	0.26	840610.00	84061.00	1.27
50001 ----	100000	18	0.26	1273140.00	127314.00	1.92
100001 and above		16	0.23	52005280.00	5200528.00	78.37
TOTAL		6947	100.00	66362220	6636222	100.00

For BANARAS BEADS LTD.

Date : October 16, 2017

Place : Varanasi

(R.K. SINGH)

Company Secretary

BANARAS BEADS LIMITED
A-1, INDUSTRIAL ESTATE, VARANASI

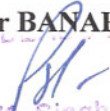
TABLE -II

**SHARE HOLDING FOREIGN, GOVT. FINACIAL INSTITUTIONS BODY CORRI
AND DIRECTOR RELATIVE**

	NAME OF SHARE	NO. OF SHARE	% TO TOTAL NO OF SHARE
a) Foreign holdings	i. Foreign Collaborators	0	0
	ii. Fcoreign Financial Institution	0	0.00
	iii. Foreign Nationals	0	0.00
	iv. Non-resident Indians (Persons holding Indian Passport staying abroad and persons of Indian Origin staying abroad	4063	0.06
	Total	4063	0.06
b) Govt./Govt. sponsored Finnancial	i. Mutual funds	20	0.00
	ii. Others	0	0.00
	Total	20	0.00
c) Bodies Corporate	Bodies corporate	167453	2.52
	Total	167453	2.52
d) Directors and relatives	Directors and relatives	6709	0.10
e) other top 50 shareholders	Other Top 50 shareholders (other than those listed above) Annexure	1469262	22.14
	TOTAL	1819043	27.41

Date : Ocotber 16, 2017

Place : Varanasi

For BANARAS BEADS L

(R.K. SINGH)
Company Secetary

BANARAS BEADS LIMITED
A-1, INDUSTRIAL ESTATE, VARANASI

Other Top 50 share/Debenture holders (other than those listed above) Annexure .

(e) Other Top
50 Share/
Debenture
holders (other
than those
listed above)

1	RAMGULAM KANHIA LAL CHARITABLE TRUST	1072000	16.15
2	MITA DIPAK SHAH	100656	1.52
3	HARI PRAKASH SHAH	36250	0.55
4	GUNTUPALLI HARISH	16271	0.25
5	POONAM BANKIM DESAI	11673	0.18
6	MOHINI DEVI	10000	0.15
7	SEEMA MUSTAFA	9570	0.14
8	SHRI NARAIN	9000	0.14
9	H.V. GUPTA	8550	0.13
10	BHARTI KANSAL	8390	0.13
11	MAHENDRA GIRDHARILAL	8133	0.12
12	SANJAY T DUGAR	7000	0.11
13	ANUP KUMAR	7000	0.11
14	RACHANA SURESH	7000	0.11
15	BAIJNATH PRASAD	6900	0.10
16	SAVITA GUPTA	6155	0.09
17	SHASHIKANT TUKARAM NIKAM	6100	0.09
18	SARAVANA RAJA	5617	0.08
19	ATIRAJI DEVI	5280	0.08
20	LALITHA DEVI	5000	0.08
21	SARAIYA BHAVIN RAMAKANT	5000	0.08
22	NIRANJAN LAL AGARWAL	5000	0.08
23	SONAL AGARWAL HUF	5000	0.08
24	RAJAT GUPTA	4990	0.08
25	MOHINI SINGH	4950	0.07
26	VIMAL JETHALAL SAVALIA APURVA	4948	0.07
27	LAXMI DEVI DUGAR	4857	0.07
28	S SAMBASIVAN SRI RAMANASHRAYA	4759	0.07
29	TARAK V VORA	4667	0.07
30	TULIKA JAIN	4490	0.07
31	ANIL KUMAR SHAH	4400	0.07
32	YOGESHCHANDRA MANOHAR	4212	0.06
33	SUDHIR GUPTA	4125	0.06
34	PRATIBHA RAI	4020	0.06
35	MANJU MEHTA	4000	0.06
36	RAJESH MOHANLAL JAIN	4000	0.06
37	KUNAL RAJAN RUVALA	4000	0.06

BANARAS BEADS LIMITED
A-1, INDUSTRIAL ESTATE, VARANASI

38	KUMUD M BHARGAVA	4000	0.06
39	PRATIBHA RAI	3820	0.06
40	KUSHALAPPA P S	3664	0.06
41	VISHNU SIKKA	3500	0.05
42	SANJEEV KUMAR JAIN	3500	0.05
43	REJENDRAKUMAR TRIBHOVANDAS PATEL	3500	0.05
44	R JAYASHREE	3450	0.05
45	SAROJ H. PANCHAL	3365	0.05
46	SUGUNAKUMARI CHELLAMELLA PEDIATRICIA	3300	0.05
47	MANUBHAI BHAILALBHAI PATEL	3300	0.05
48	DINESH SHANKAR KIRPALANI	3300	0.05
49	UMA SHANKER KIRPALANI	3300	0.05
50	GANESH PRASAD MEHROTRA	3300	0.05
	TOTAL	1469262	22.14

For BANARAS BEADS LTD.

(R.K. Singh)
Company Secretary

Date : October 16, 2017

Place : Varanasi

Company Secretary

BANARAS BEADS LIMITED
A-1, INDUSTRIAL ESTATE, VARANASI

TABLE - III

HOLDING OF OFFICE - BANARAS

Name of Directors, Managing Directors, Chairman	Official relationship to the company	Number of shares (or Debenture amount in Rs.)
Shri Ashok Kumar Gupta	Chairman & Managing Director	863402
Shri Siddharth Gupta	CEO & Managing Director	701000
Shri Ashok Kumar Kapoor	Director	0
Shri Praveen Singh	Director	550
Shri Tanmay Deva	Director	50
Smt. Shalini Chandra	Executive Director	0
Shri Ramesh Kumar Singh	Company Secretary	50
Shri Jai Singh	CFO	60

FOR BANARAS BEADS LTD.
(R.K. Singh)
Company Secretary

Date :

(Signature of Managing director / Secretary)

NOTE : Separate form should be completed for each class of security, e.g. debenture, preference shares, equity shares, etc. Similarly, separate form should be completed for shares of the same class which are not identical in all respect. Shares are identical in all respects only if :-

- (i) they are of the same nominal value and the same amount per share has been called up
- (ii) they are entitled to dividend at the same amount for the same period, so that at the next ensuing distribution the dividend payable on each share will amount to exactly the same sum net and gross ; and
- (iii) they carry the same rights in all other respects.

Date : October 16, 2017
Place : Varanasi

For BANARAS BEADS LTD.

FOR BANARAS BEADS LTD.
(R.K. SINGH)
Company Secretary