

## **Bright Brothers Limited**

**Regd. Office :**

Office No. 91, 9th Floor, Jolly Maker Chambers No. 2,

225, Nariman Point, Mumbai - 400 021.

Email: [invcom@brightbrothers.co.in](mailto:invcom@brightbrothers.co.in)

Tel.: 022-25835158

Website : <http://www.brightbrothers.co.in>

CIN : L25209MH1946PLC005056



Date:- 30<sup>th</sup> March, 2023

**To,**

BSE Limited

Corporate Relationship Dept.

P.J. Towers, Dalal Street

Mumbai – 400 001

Dear Sir/Madam,

**Sub:- Results of Postal Ballot**

We refer to our letter dated 23<sup>rd</sup> February, 2023 whereby we had intimated regarding the Postal Ballot process initiated by the Company for obtaining approval of its members by way of passing the following special resolutions as mentioned in the notice through remote e-voting process:

| <b>Sr. No.</b> | <b>Description of the Special Resolutions</b>  |
|----------------|--|
| 1              | Creation of charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings. |
| 2              | Appointment of Mr. Indru G. Advani (DIN 02036028) as an Independent Director   |

The remote e-voting of the postal ballot process concluded on 29<sup>th</sup> March, 2023 at 5:00 p.m. (IST), post which Mr. Abhishek Prakash, Practicing Company Secretary who was appointed as Scrutinizer for the aforesaid Postal Ballot process submitted his report on the voting results. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Special Resolutions with the requisite majority.

**A Brite Group Company**

**Factories :** Pondicherry, Faridabad, Bhimtal, Dehradun

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In connection with the same, we hereby enclose the following:

1. Voting results of the Postal Ballot activity through remote e-voting, in relation to the aforesaid business, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached and marked as Annexure – 1.
2. The Scrutinizer's Report dated 30<sup>th</sup> March, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as Annexure - 2.

You are requested to take the above information on record.

Thanking you,

Yours faithfully

**For Bright Brothers Limited**

**Sonali Pednekar**

**Company Secretary & Compliance Officer**

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### Annexure I

#### **Results of Postal Ballot**

#### **(As per Regulation 44(3) of Listing Regulations)**

|  |                                 |
|--|---------------------------------|
| <b>Name of Company</b>   | Bright Brothers Limited         |
| <b>Date of Postal Ballot</b>   | 13 <sup>th</sup> February, 2023 |
| <b>Voting start Date</b>   | 28 <sup>th</sup> February, 2023 |
| <b>Voting End Date</b>   | 29 <sup>th</sup> March, 2023    |
| <b>Total number of Members as on record date</b>                               | 5122                            |
| <b>No. of Members present in the meeting either in person or through proxy</b> |                                 |
| Promoters & Promoter Group   | Not Applicable                  |
| Public   | Not Applicable                  |
| <b>No. of Members attended the meeting through Video Conferencing</b>          |                                 |
| Promoters & Promoter Group   | Not Applicable                  |
| Public   | Not Applicable                  |

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## Annexure I

### Agenda wise Disclosure

| Resolution Required : (Special)   |                |                    | 1 - Creation of charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|---|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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]   | $[3]=\frac{[2]}{[1]}*100$               | [4]                      | [5]                   | $[6]=\frac{[4]}{[2]}*100$            | $[7]=\frac{[5]}{[2]}*100$          |
| Promoter and Promoter Group   | E-Voting       | 3079552            | 3079552   | 100.0000                                | 3079552                  | 0                     | 100.0000                             | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>3079552</b>  | <b>100.0000</b>                         | <b>3079552</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 50                 | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>0</b>  | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>              | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 2600633            | 16349   | 0.6287                                  | 15894                    | 455                   | 97.2170                              | 2.7830                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>16349</b>  | <b>0.6287</b>                           | <b>15894</b>             | <b>455</b>            | <b>97.2170</b>                       | <b>2.7830</b>                      |
| <b>Total</b>  |                | <b>5680235</b>     | <b>3095901</b>  | <b>54.5030</b>                          | <b>3095446</b>           | <b>455</b>            | <b>99.9853</b>                       | <b>0.0147</b>                      |

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### Annexure I

| Resolution Required : (Special)   |                |                    | 2 - Appointment of Mr. Indru G. Advani (DIN 02036028) as an Independent Director |   |                          |                       |                                      |                                    |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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       | 3079552            | 3079552  | 100.0000                                | 3079552                  | 0                     | 100.0000                             | 0.0000                             |
|   | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>3079552</b>   | <b>100.0000</b>                         | <b>3079552</b>           | <b>0</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 50                 | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>0</b>   | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>              | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 2600633            | 16349  | 0.6287                                  | 15894                    | 455                   | 97.2170                              | 2.7830                             |
|   | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0  | 0.0000                                  | 0                        | 0                     | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>16349</b>   | <b>0.6287</b>                           | <b>15894</b>             | <b>455</b>            | <b>97.2170</b>                       | <b>2.7830</b>                      |
| <b>Total</b>  |                | <b>5680235</b>     | <b>3095901</b>   | <b>54.5030</b>                          | <b>3095446</b>           | <b>455</b>            | <b>99.9853</b>                       | <b>0.0147</b>                      |

### A Brite Group Company

Factories : Pondicherry, Faridabad, Bhimtal, Dehradun



**ANNEXURE 2**

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Companies  
(Management and Administration) Rules, 2014**

To,  
**The Chairman,  
Bright Brothers Limited**

**Dear Sir,**

I, Abhishek Prakash, Company Secretary in Practice was appointed as the Scrutinizer by the Board of Directors of Bright Brothers Limited, for the purpose of scrutinizing the e-voting done through the platform provided by Link Intime India Private Limited (LIPL) in a fair and transparent manner and to ascertain requisite majority as per the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, read together with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for conducting Postal Ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, Circular No. 3/2022 dated 5th May, 2022 and Circular No. 11/2022 dated 28th December, 2022 (collectively referred to as "MCA Circulars") including any statutory modification or re-enactment thereof for seeking approval of the members of the Company through Postal Ballot by voting through electronic means ("Remote e-voting") on resolutions as mentioned in the Notice of Postal Ballot dated **13<sup>th</sup> February, 2023** and do hereby submit my report as under:

**1. Dispatch of Notice**

The dispatch of Postal Ballot Notice in electronic form i.e. Email to those Members whose email addresses are registered with the Company and/or Depositories was completed on **23<sup>rd</sup> February, 2023**.

**2. Cut-off date**

The cut-off date for the purposes of identifying shareholders/Members, who will be entitled to vote on the resolutions as proposed in the Notice was **Friday, 17<sup>th</sup> February, 2023**.

### 3. Voting Period

The last date of casting votes via E-Voting was **Wednesday, 29th March, 2023**. The Remote e-voting facility as prescribed under rules was available from **Tuesday, 28th February, 2023 at 9.00 hrs IST** and ended at **Wednesday, 29th March, 2023 at 17.00 hrs IST**.

### 4. Remote E-Voting

The Company has availed facility from Link Intime India Private Limited (LIPL) for remote e-Voting for the shareholders of the Company. LIPL has provided a system of recording votes of the shareholder electronically on their website <https://instavote.linkintime.co.in>.

The detailed instructions for voting through electronic means were mentioned in notes of the notice of postal ballot, to be followed by shareholders for casting their votes electronically. At the end of voting period on Wednesday, 29th March, 2023 at 17.00 hrs IST the voting portal was duly blocked restricting any further votes as per the requisite. The votes were available for scrutiny post the finalisation of complete voting process.

### 5. Result

Based on the report made available on the web portal of Link Intime India Private Limited **38** members of the Company have availed the facility of Remote E-voting . All votes via E-Voting were valid. The Voting Results of the Ballot including Remote e-voting is as under:

| <b>Resolution No. 1</b>   |                                |                               |                                 |                                       |                               |                                     |
|---|--------------------------------|-------------------------------|---------------------------------|---------------------------------------|-------------------------------|-------------------------------------|
| <b>SPECIAL BUSINESS: Creation of charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings:</b> |                                |                               |                                 |                                       |                               |                                     |
| <b>Votes</b>  | <b>Number of Members voted</b> | <b>Number of votes polled</b> | <b>No. of Votes – in favour</b> | <b>Percent of Votes in favour (%)</b> | <b>No. of Votes – Against</b> | <b>Percent of Votes against (%)</b> |
| <b>Promoter and Promoter Group</b>  | 13                             | 3079552                       | 3079552                         | 100                                   | 0                             | 0                                   |
| <b>Public Institutions</b>  | 0                              | 0                             | 0                               | 0                                     | 0                             | 0                                   |
| <b>Public Non Institutions</b>  | 25                             | 16349                         | 15894                           | 97.21                                 | 455                           | 2.78                                |
| <b>Total</b>  |                                | <b>3095901</b>                | <b>3095446</b>                  | <b>99.98</b>                          | <b>455</b>                    | <b>0.02</b>                         |

Based on the votes above, the Special resolution -“ Creation of charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings” has been **passed by the requisite majority** since more than Three-fourth of valid votes received are being casted in favour of the resolution.

| <b>Resolution No. 2</b>   |                                |                               |                                 |                                       |                               |                                     |
|---|--------------------------------|-------------------------------|---------------------------------|---------------------------------------|-------------------------------|-------------------------------------|
| <b>SPECIAL BUSINESS: Appointment of Mr. Indru G. Advani (DIN 02036028) as an Independent Director</b> |                                |                               |                                 |                                       |                               |                                     |
| <b>Votes</b>  | <b>Number of Members voted</b> | <b>Number of votes polled</b> | <b>No. of Votes – in favour</b> | <b>Percent of Votes in favour (%)</b> | <b>No. of Votes – Against</b> | <b>Percent of Votes against (%)</b> |
| <b>Promoter and Promoter Group</b>  | 13                             | 3079552                       | 3079552                         | 100                                   | 0                             | 0                                   |
| <b>Public Institutions</b>  | 0                              | 0                             | 0                               | 0                                     | 0                             | 0                                   |
| <b>Public Non Institutions</b>  | 25                             | 16349                         | 15894                           | 97.21                                 | 455                           | 2.78                                |
| <b>Total</b>  |                                | <b>3095901</b>                | <b>3095446</b>                  | <b>99.98</b>                          | <b>455</b>                    | <b>0.02</b>                         |

Based on the votes above, the Special resolution “Appointment of Mr. Indru G. Advani (DIN 02036028) as an Independent Director” has been **passed by the requisite majority** since more than Three-fourth of valid votes received are being casted in favour of the resolution.

Both the resolutions have passed with requisite majority.

Thanking You  
Yours faithfully

*Abhishek Prakash*



**CS Abhishek Prakash**  
Practising Company Secretary  
M No. 35941 | COP no. 13269  
UDIN: A035941D003343047

**Date:** March 30, 2023

**Place:** Mumbai