

QUEST CAPITAL MARKETS LIMITED

(Formerly known as BNK Capital Markets Limited)

CIN: L34202WB1986PLC040542

Regd. Office: Duncan House, 31, Netaji Subhas Road, Kolkata – 700 001

Tel No: (033) 2230 8515; TELEFAX: (033) 2230 6844;

E-mail: secretarial.qcml@rpsg.in; website: www.qcml.in

Date: 02nd July, 2025

The Deputy General Manager,
BSE Limited
Mumbai - 400 001
Security Code: 500069
Through BSE Listing Center

Dear Sir,

Sub: Proceedings of the 39th Annual General Meeting (AGM) held on Wednesday, 02nd July, 2025 and Voting Results

Pursuant to Regulation 30, Part- A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI Regulations), we enclose the summary of proceedings of the 39th AGM of the Company held on Wednesday, 02nd July, 2025. (**Annexure-I**)

Further, pursuant to Regulation 44(3) of the SEBI Regulations, we are submitting herewith the declaration of the Voting Results along with Consolidated Scrutinizer's Report, marked as **Annexure-II**. The said results are also being uploaded on the Company's website.

Kindly take note the above in your record.

Thanking you,

Yours faithfully,

For Quest Capital Markets Limited

BHAWNA Digitally signed by
BHAWNA AGARWAL
AGARWAL Date: 2025.07.02
18:48:03 +05'30'

Bhawna Agarwal
Company Secretary & Compliance Officer
M No.: A42296

Encl: As above

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Annexure-I

REPORT ON THE PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF QUEST CAPITAL MARKETS LIMITED

A. Date, time and venue of the AGM

The 39th Annual General Meeting (AGM) of Quest Capital Markets Limited was held on Wednesday, 02nd July, 2025 through Video Conferencing (VC) / other Audio-Visual Means (OAVM) and all business set out in the Notice dated 15th May, 2025 were transacted.

The Meeting commenced at 11.00 a.m. (IST) and concluded at 11.40 a.m. (IST).

B. Proceedings in brief

As per Article of Association no. 70 of the Company, Mr. Atul Lakhota, director of the Company was elected as the Chairman of the meeting.

26 (Twenty Six) members attended the meeting out of which 2 (Two) were represented by their authorized representatives at the above AGM.

The quorum being present, the Chairman declared the Meeting open and welcomed the Members.

The Chairman then advised Ms. Bhawna Agarwal, Company Secretary & Compliance Officer of the Company to brief the members some of the basic rules relating to AGM. Ms. Bhawna Agarwal, inter- alia, stated the following:

- I would like to take you through certain key points regarding participating at this meeting.
- For a seamless meeting experience, participants have been placed on mute by default to prevent any background disturbances.
- Q&A session for members who have registered themselves as speakers will open, once all the resolutions set forth in the Notice are tabled. When the Chairman calls out the names of registered speakers, they may please keep their views or queries in brief.
- The Company had provided the facility to the members to cast their votes through remote e-voting which commence on **Sunday 29th June, 2025 and concluded yesterday**.
- Members who have not cast their votes yet electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL. The said facility will continue to be available for the next 15 minutes post conclusion of the Meeting.
- In this meeting, there will be NO voting by show of hands and there will not be any proposer/ seconder for any Resolution placed for e-voting.
- The Auditors' Report is not being read out, since the accounts do not have any audit qualifications.
- The Registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM. Members seeking to inspect

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such documents can send their requests to secretarial.qcml@rpsg.in. As the AGM is being held through video conference, the facility for appointment of proxies by the members is not applicable and hence, the proxy register for inspection is not available.

- Now the Chairperson has taken the meeting proceedings further.

The Chairperson delivered his speech and the Notice of the Meeting was taken as read. In terms of the Notice dated 15th May, 2025, convening the AGM of the Company, the following items of business were placed for members' consideration and approval:

No.	Resolutions	Type of Resolution
Ordinary Business		
1.	To consider and adopt Audited Financial Statements of the Company for the financial year ended on March 31, 2025 and the Reports of the Board of Directors and Auditors thereon;	Ordinary
2.	To declare a final dividend of Rs. 2.50/- per equity share for the financial year ended on March 31, 2025;	Ordinary
3.	Appointment of Mr. Harish Toshniwal (DIN: 00060722), who retires by rotation as a Director	Ordinary
Special Business		
4.	Regularization of Additional Director, Mr. Atul Lakhotia (DIN: 00442901) as a Non-Executive, Non- Independent Director of the company.	Ordinary
5.	Appointment of M/s. MKB & Associates, Company Secretaries as Secretarial Auditor of the Company.	Ordinary

The Chairman then invited the pre- registered shareholders for their queries and views. Chairman replied to them suitably.

The Chairman thereafter announced that the voting results of all the 5 (five) resolutions would be announced within 48 hours of the conclusion of the meeting and would be posted on the website of the Company and website of CDSL. The same would also be displayed on the Notice Board at the registered office of the Company.

The Chairman thereafter thanked the members for attending the AGM and concluded the same with vote of thanks.

Thanking You,

For Quest Capital Markets Limited

BHAWNA Digitally signed by
BHAWNA AGARWAL
AGARWAL Date: 2025.07.02
18:48:29 +05'30'

Bhawna Agarwal
Company Secretary & Compliance Officer
M. No.: A42296

Encl: As above

K. ARUN & CO.

Company Secretaries

To,
The Chairman,
Quest Capital Markets Limited,
Duncan House, 31, Netaji Subhas Road,
Kolkata 700001

Kind Attention: Mr. Atul Lakhotia

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and E-Voting during the 39th Annual General Meeting (AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the AGM of Quest Capital Market Limited held on Wednesday, 2nd July, 2025 from 11:00 A.M. to 11:40 A.M through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')

I, Arun Kumar Khandelia, Partner of **K. Arun & Co.**, Practicing Company Secretaries, appointed by the Board of Directors of **Quest Capital Markets Limited** ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and E-Voting during the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with the **Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**, in respect of the Resolutions mentioned in the **AGM Notice dated 15th May, 2025**.

As mentioned in the Notice, the proceedings of the AGM were deemed to be conducted and convened at the Registered Office of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Section 108 of the Act read with the **Companies (Management and Administration) Rules, 2014, as amended and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions mentioned in the Notice of the AGM.



A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, i.e., 25th June, 2025 was entitled to vote through electronic means on the resolutions mentioned in the Notice of the AGM.

The Company had engaged the services of Central Depository Services (India) Limited (CDSL) for providing the E-voting facility and the service provider had set up the E-voting facility on its website www.evotingindia.com. The Service Provider has provided a system for recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the AGM.

I hereby submit my Report as under:

1. The AGM Notice dated 15th May, 2025, as confirmed by the Company, was sent to the Members through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Emails were sent in compliance with the General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated 25th September, 2023 issued by The Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023, circular SEBI/HO/CFD/POD2/P/CIR/2023/167 dated 7th October, 2023 and circular SEBI/HO/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024, by which the facility to conduct Annual General Meeting (AGM) through VC/OAVM was extended till 30th September, 2025 without the physical presence of the Members at a common venue. In accordance with the Regulation 36(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company have also sent letters with weblink to access the Annual Report 2024-25 to those shareholders whose mail id is not registered with RTA/ Depositories. In compliance with the MCA Circulars and SEBI Circulars issued from time to time, the AGM of the Members of the Company was held through VC/OAVM and the voting for items transacted in AGM was done only through remote electronic voting process ("e-Voting").
2. The period for remote E-voting had commenced on Sunday, the 29th June, 2025 (09:00 A.M. IST) and ended on Tuesday, 01st July, 2025 (05:00 P.M. IST). At the end of the remote E-voting period, the facility was blocked by the Service Provider.
3. The results of remote E-voting are based on the reports generated from Service Provider's website www.evotingindia.com.
4. The Company had given the facility for voting through electronic voting system during the AGM. Members attending the meeting and who had not cast their



vote by remote E-voting were provided with the facility to exercise their vote through E-voting during the AGM.

5. We have collated the voting results downloaded from the CDSL website and 'insta poll' to declare the final results for each of the resolution forming part of the AGM Notice and to ascertain the number of shares voted in "Favour" or "Against" for each of the resolutions proposed in the said Notice. The Members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Report.

I, hereby submit the Scrutinizer Report as per the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended along with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the results of each of the resolutions of the AGM as detailed in **Annexure I**.

I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider are being maintained in the electronic form.

All records/ papers related to the Remote e-voting shall remain in our custody till the Chairman considers, approves and signs the AGM Minutes and thereafter the same shall be returned.

You may accordingly declare the Result of Voting for each Resolution of the AGM Notice as detailed in the attachment and marked as **Annexure I**.

Thanking You,

For K. Arun & Co.
Company Secretaries



Arun Kumar Khandelia
Partner

FCS - 3829

C.P. No. - 2270

UDIN - F003829G000698259



Place: Kolkata

Dated: 02nd July, 2025

We, the undersigned witnesses that the votes in respect of E-voting of Members of Quest Capital Markets Limited were unblocked from E-voting website of Central Depository Services (India) Limited (CDSL) in our presence at 12:20 P.M. on 02nd July, 2025.

Swati Gupta

Swati Gupta
39, Vivekanand Road
Kolkata- 700007

Prasansha Sharma

Prasansha Sharma
223, Canal Street, Shree Bhumi
Kolkata- 700048

**Countersigned by
For Quest Capital Markets Limited**

Atul Lakhotia

Atul Lakhotia
Chairman
DIN: 00442901

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Insta Poll (E-voting During AGM)	Number of votes cast through Insta Poll (E-voting During AGM)	Total Number of Votes Cast through Remote E-voting and Insta Poll	% of total number of valid votes cast
	1	2	3	4	5=(2+4)	6
Item No. 1: To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.						
Voted in favour of the resolution	18	75,00,097	1	778	75,00,875	100.00
Voted against the resolution	9	23	1	1	24	0.00
Total	27	75,00,120	2	779	75,00,899	100.00
Invalid / Abstain votes	0	0	0	0	0	0
Item No. 2: To declare a final dividend of Rs. 2.50/- per equity share for the financial year ended on March 31, 2025.						
Voted in favour of the resolution	18	75,00,097	1	778	75,00,875	100.00
Voted against the resolution	9	23	1	1	24	0.00
Total	27	75,00,120	2	779	75,00,899	100.00
Invalid / Abstain votes	0	0	0	0	0	0
Item No. 3: Appointment of Mr. Harsh Toshniwal (DIN: 00060722), who retires by rotation as Director						
Voted in favour of the resolution	19	75,00,098	1	778	75,00,876	100.00
Voted against the resolution	8	22	1	1	23	0.00
Total	27	75,00,120	2	779	75,00,899	100.00
Invalid / Abstain votes	0	0	0	0	0	0
Item No. 4: Regularization of Additional Director, Mr. Atul Lakhota (DIN: 00442901) as Non-Executive, Non Independent Director of the Company						
Voted in favour of the resolution	18	75,00,097	1	778	75,00,875	100.00
Voted against the resolution	9	23	1	1	24	0.00
Total	27	75,00,120	2	779	75,00,899	100.00
Invalid / Abstain votes	0	0	0	0	0	0
Item No. 5: Appointment of M/s. MKB & Associates, Company Secretaries as Secretarial Auditor of the Company						
Voted in favour of the resolution	18	75,00,097	1	778	75,00,875	100.00
Voted against the resolution	9	23	1	1	24	0.00
Total	27	75,00,120	2	779	75,00,899	100.00
Invalid / Abstain votes	0	0	0	0	0	0

Place: Kolkata

Dated: 02nd July 2025

For K. Arun & Co.
Company Secretaries

Arun Kumar Khandelia
Partner
FCS - 3829
C.P. No. - 2270

QUEST CAPITAL MARKETS LIMITED

Voting Results of 39th Annual General Meeting

Date of the AGM/EGM	02nd July, 2025
Total number of shareholders on record date	2864
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	N.A
Public:	N.A
No. of Shareholders attended the meeting through Video Conferencing	
Promoter Group:	2
Public:	24



Item No. 1 : To consider and adopt Audited Financial Statements of the Company for the financial year ended on March 31, 2025 and the Reports of the Board of Directors and Auditors thereon;

Resolution required: (Ordinary/ Special):	Ordinary Resolution
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 (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting		7500000	100.0000	7500000	0	100.0000	0
	Venue e-voting	7500000	0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		7500000	7500000	100.0000	7500000	0	100.0000
Public- Institutions	Remote E-Voting		0	0	0	0	0.0000	0
	Venue e-voting	291096	0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		291096	0	0	0	0	0.0000
Public- Non Institutions	Remote E-Voting		120	0.0054	97	23	80.8333	19.1667
	Venue e-voting	2208904	779	0.0353	778	1	99.8716	0.1284
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		2208904	899	0.0407	875	24	97.3304
Total		10000000	7500899	75.0090	7500875	24	99.9997	0.0003



Item No. 2 : To declare a final dividend of Rs. 2.50/- per equity share for the financial year ended on March 31, 2025;

Ordinary Resolution

No

Resolution required: (Ordinary/ Special):
Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	(1)	(2)	(3)=[(2)/(1)]*				
	Venue e-voting	7500000	7500000	100.0000	7500000	0	100.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		7500000	100.0000	7500000	0	100.0000	0
Public- Institutions	Remote E-Voting		0	0	0	0	0.0000	0
	Venue e-voting	291096	0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		0	0	0	0	0.0000	0
Public- Non Institutions	Remote E-Voting		120	0.0054	97	23	80.8333	19.1667
	Venue e-voting	2208904	779	0.0353	778	1	99.8716	0.1284
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		899	0.0407	875	24	97.3304	2.6696
Total		10000000	7500899	75.0090	7500875	24	99.9997	0.0003

Item No. 3: Appointment of Mr. Harish Toshniwal (DIN: 00060722), who retires by rotation as a Director;

Ordinary Resolution

No

Resolution required: (Ordinary/ Special):
Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	(1)	(2)	(3)=[(2)/(1)]* 100				
	Venue e-voting	7500000	7500000	100.0000	7500000	0	100.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		7500000	100.0000	7500000	0	100.0000	0
Public- Institutions	Remote E-Voting		0	0	0	0	0.0000	0
	Venue e-voting	291096	0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		0	0	0	0	0.0000	0
Total		10000000	120	0.0054	98	24	81.6667	18.3333



Public- Non Institutions	Venue e-voting	2208904	779	0.0353	778	1	99.8716	0.1284
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total	10000000	899	0.0407	876	23	97.4416	2.5584
Total			7500899	75.0090	7500876	23	99.9997	0.0003

Item No. 4: Regularization of Additional Director, Mr. Atul Lakhota (DIN: 00442901) as a Non-Executive, Non- Independent Director of the company;

Resolution required: (Ordinary/ Special):

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 (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	(1)	7500000	100.0000	7500000	0	100.0000	0
	Venue e-voting		0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		7500000	100.0000	7500000	0	100.0000	0
Public- Institutions	Remote E-Voting	291096	0	0	0	0	0.0000	0
	Venue e-voting		0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		291096	0	0	0	0.0000	0
Public- Non Institutions	Remote E-Voting	2208904	120	0.0054	97	23	80.8333	19.1667
	Venue e-voting		779	0.0353	778	1	99.8716	0.1284
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		2208904	899	0.0407	875	24	97.3304
Total		10000000	7500899	75.0090	7500875	24	99.9997	0.0003

Item No. 5: Appointment of M/s. MKB & Associates, Company Secretaries as Secretarial Auditor of the Company;

Resolution required: (Ordinary/ Special):

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 (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	(1)	7500000	100.0000	7500000	0	100.0000	0
	Venue e-voting		0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		7500000	7500000	100.0000	7500000	0	100.0000
Public- Institutions	Remote E-Voting	291096	0	0	0	0	0.0000	0
	Venue e-voting		0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total		291096	0	0	0	0	0.0000





Public- Non Institutions	Remote E-Voting		120	0.0054	97	23	80.8333	19.1667
	Venue e-voting	Postal Ballot (if applicable)						
	779	0	779	0.0353	778	1	99.8716	0.1284
	0	0	0	0	0	0	0.0000	0
Total	899	0	899	0.0407	875	24	97.3304	2.6696
Total	10000000		7500899	75.0090	7500875	24	99.9997	0.0003

For Quest Capital Markets Limited

Bhawna Agarwal

Bhawna Agarwal
 Company Secretary & Compliance Officer
 M No.: A42296

