



BDH
INDUSTRIES LTD.

Date –16/03/2024

Ref. No. – BDH/SEC/156/2023-24

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Subject – Voting Results of the Postal Ballot

Dear Sirs,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, kindly find the enclosed herewith the following :-

1. Voting Results of the Postal Ballot
2. Consolidated Scrutinizers Report on evoting at Postal Ballot

Kindly note that the three special resolutions placed before the shareholders as per Notice of the Postal Ballot dated 13th February 2024 have been passed by requisite majority.

This is for your information and record.

Yours Faithfully,
For BDH Industries Limited,



Nikita Phatak
Company Secretary & Compliance Officer

Encl. – As above



STAR EXPORT HOUSE



WHO-GMP Accreditation



ISO 9001:2015

General information about company

Scrip code	524828
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE278D01018
Name of the company	BDH INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-03-2024
Start time of the meeting	
End time of the meeting	



Scrutinizer Details

Name of the Scrutinizer	Mr. Ankit Varia
Firms Name	M/S Ankit Varia & Co.
Qualification	CA
Membership Number	151266
Date of Board Meeting in which appointed	13-02-2024
Date of Issuance of Report to the company	15-03-2024



Voting results	
Record date	09-02-2024
Total number of shareholders on record date	5454
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment Of Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company for term 5 consecutive years with effect from 1st April 2024 to 31st March 2029.				
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	2859248	2688931	94.0433	2688931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2859248	2688931	94.0433	2688931	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2898052	19425	0.6703	16175	3250	83.2690	16.7310
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2898052	19425	0.6703	16175	3250	83.2690
Total		5757300	2708356	47.0421	2705106	3250	99.8800	0.1200
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Mitul Patel(DIN: 10413137) as an Independent Director of Company for term of 5 consecutive years with effect from 1st April 2024 to 31st March 2029				
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		2688931	94.0433	2688931	0	100.0000	0.0000
	Poll	2859248	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2859248	2688931	94.0433	2688931	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		19319	0.6666	16064	3255	83.1513	16.8487
	Poll	2898052	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2898052	19319	0.6666	16064	3255	83.1513	16.8487
Total		5757300	2708250	47.0403	2704995	3255	99.8798	0.1202
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	106



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. SureshChandra Kookada(DIN:01738594)as Independent Director of Company forterm of 5 consecutiveyears witheffectfrom 1stApril2024 to 31stMarch 2029				
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	2859248	2688931	94.0433	2688931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2859248	2688931	94.0433	2688931	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2898052	19319	0.6666	16069	3250	83.1772	16.8228
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2898052	19319	0.6666	16069	3250	83.1772
Total		5757300	2708250	47.0403	2705000	3250	99.8800	0.1200
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	106





SCRUTINISER'S REPORT ON POSTAL BALLOT

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

The Chairperson
BDH Industries Limited,
Nair Baug, Akurli Road,
Kandivali (E), Mumbai, 400101

Dear Madam,

I, Mr. Ankit Varia, Practising Chartered Accountant, Proprietor of M/S Ankit Varia & Co. Mumbai, was appointed by the Board of Directors of BDH Industries Limited (CIN: L24100MH1990PLC059299) ('the Company') as the Scrutinizer for conducting the Postal Ballot voting process.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and make the Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of Postal Ballot. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolution contained in the notice.

The Company had provided Remote e-voting facility. The detailed procedure and instructions to use such facility were part of the notice of Postal Ballot.

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

- i. The Equity shareholders of the Company as on the "cut-off" date i.e Friday, 9th February, 2024 were entitled to vote on the resolutions as set out in the notice of Postal Ballot.
- ii. The voting period commenced on Thursday, 15th February, 2024 at 9.00 a.m. (IST) and ended on Friday, 15th March, 2024 at 5.00 p.m. (IST).



A-402 Jaydev Towers, Charkop Sector 8, Kandivali (West), Mumbai - 400 067

- iii. The voting on the resolutions as set out in the notice was allowed in electronic mode only.
- iv. On Friday, 15th March 2024 after the end of Remote e-voting period, a detailed voting summary report was generated from the portal of National Securities Depository Limited ('NSDL') in the presence of two witnesses, Mr. Sohan Ranade and Mrs. Meera Rathod who are not in the employment of the Company who have signed below in the confirmation.



Mrs. Meera Rathod



Mr. Sohan Ranade

- vii. Based on the report of Remote e-voting generated from the portal of NSDL, the result of the Postal Ballot is as under: -



Item No. 1: Special Resolution

Appointment of Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company for a term of five consecutive years with effect from 1st April 2024 to 31st March 2029.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-voting	71	27,05,106	99.8800

Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-voting	3	3,250	0.1200

Invalid / Abstained / Less voted:

Type of voting	Number of Ballots	Number of Votes
Remote E-voting	0	0

The resolution was passed with requisite majority.



Item No. 2: Special Resolution

Appointment of Dr. Mitul Patel (DIN: 10413137) as an Independent Director of the Company for a term of five consecutive years with effect from 1st April 2024 to 31st March 2029.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-voting	68	27,04,995	99.8798

Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-voting	4	3,255	0.1202

Invalid / Abstained / Less voted:

Type of voting	Number of Ballots	Number of Votes
Remote E-voting	2	106

The resolution was passed with requisite majority.



Item No. 3: Special Resolution

Appointment of Mr. Suresh Chandra Kookada (DIN: 01738594) as an Independent Director of the Company for a term of five consecutive years with effect from 1st April 2024 to 31st March 2029.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-voting	69	27,05,000	99.8800

Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-voting	3	3,250	0.1200

Invalid / Abstained / Less voted:

Type of voting	Number of Ballots	Number of Votes
Remote E-voting	2	106

The resolution was passed with requisite majority.



Notes:

*Percentage beyond 4 decimal points ignored under Rounding off.

Ankit Varia

Ankit Varia
(Proprietor)
Chartered Accountants
Membership No. 151266

Place: Mumbai
Date: March 15th, 2024
UDIN: 24151266BKHYJZ9711

**For ANKIT VARIA & CO.
CHARTERED ACCOUNTANTS
FRN 135566 W**

**ANKIT P. VARIA
PROPRIETOR
M. No. 151266**

For BDH INDUSTRIES LTD.

Jayashree Nair
**JAYASHREE NAIR
MANAGING DIRECTOR**

