



Date: August 31, 2019.

BSE Limited,
Corporate Relations Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

National Stock Exchange India Limited,
"Exchange Plaza",
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051.

Reg: Security Code No. 530803:

Script Name - BHAGERIA

Dear Sir(s),

Sub: Summary of proceedings of 30th Annual General Meeting

In terms of Regulation 30 Part-A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith summary of proceedings of the 30th Annual General Meeting of the Company held on Saturday, August 31, 2019 at 11.30 a.m. at Maher Banquet, Topiwala Centre Mall, 2nd Floor, Off S. V. Road, Near Rly Stn., Goregaon (West), Mumbai 400 062. The Annual General Meeting concluded at 12:10 p.m.

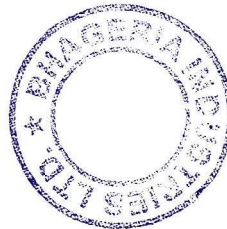
The Consolidated Scrutinizer's Report for e-voting and Poll conducted at the AGM is enclosed herewith. All the resolutions as per the Notice of the AGM dated 29th May, 2019 have been passed with requisite majority.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For BHAGERIA INDUSTRIES LIMITED

Ketan Gaur
Company Secretary &
Compliance Officer



Encl: as above.



Summary of proceedings of 30th Annual General Meeting

The 30th Annual General Meeting (AGM) of the Members of **BHAGERIA INDUSTRIES LIMITED** was held on Saturday, August 31, 2019 at 11.30 a.m. at Maher Banquet, Topiwala Centre Mall, 2nd Floor, Off S. V. Road, Near Rly Stn., Goregaon (West), Mumbai 400 062.

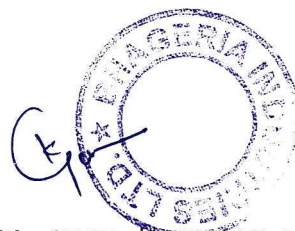
Mr. Suresh Bhageria, chaired the Meeting. Except Mr. S. S. Gupta, all other Directors were present at the Meeting. As the requisite quorum in compliance with the Companies Act, 2013 was present, the Chairperson commenced the proceedings of the Meeting. The Chairperson welcomed the members to the 30th AGM of the Company and called the meeting to order. Thereafter, he introduced all the Directors sitting on the dias. The Chairperson then delivered his speech.

The Chairperson briefed the Members regarding the performance and the future business plans of the Company.

He then invited comments and questions from the Members. The questions raised by the Members were answered by the Chairperson and Mr. Shashikant Tulsian, Independent Director.

The Members were informed that the Company had provided the facility of e-voting to the Members through Central Depository Services Ltd. (CDSL) in respect of all the items to be transacted at this AGM. The e-voting period commenced on August 28, 2019 at 9.00 a.m. and ended on August 30, 2019 at 5.00 p.m. In Remote e-voting, the shareholders have voting rights in proportion to their shares in the Paid-up Equity Capital and to maintain parity, Poll is called on all the Resolutions, instead of show of hands. Members, who have already voted through Remote e-voting process, shall not be debarred from participation at the meeting, but he/she shall not be entitled to vote again at the meeting and the vote cast by him/her through Remote e-voting shall be treated as final.

Mr. Mahesh Soni failing him Ms. Sonia Chettiar, Partner GMJ & Associates, Company Secretaries were appointed as Scrutinizer to conduct the Poll Process in a fair and transparent manner and report on the results of the Poll. The Consolidated results of the e-voting and Poll will be declared within 48 hours of the AGM. The Results will be filed with the Stock Exchange and also uploaded on the website of the Company. In the usual course, the Members were requested to propose and second the Resolutions before the Poll was taken on all the Resolutions.





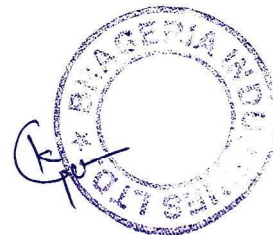
The following items of business as per the Notice of AGM dated May 29, 2019, were transacted at the Meeting:

ORDINARY BUSINESS:

1. **As an Ordinary Resolution** - Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 including the Audited Balance Sheet as at March 31, 2019, the Statement of Profit & Loss & Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditor's thereon.
2. **As an Ordinary Resolution** - To declare Dividend on Equity Shares for the year ended March 31, 2019.
3. **As an Ordinary Resolution** - Appointment of Mrs. Chandraprabha Bhageria (DIN: 01444875) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

4. **As a Special Resolution** - Re-appointment of Mrs. Chandraprabha Bhageria as a Whole-Time Director of the Company for a period of 3 (Three) years w.e.f. November 1, 2019.
5. **As an Ordinary Resolution** - Approval of appointment of Mr. Mukund Manohar Chitale, Independent Director for a term of 5 consecutive years.
6. **As a Special Resolution** - Approval of re-appointment of Mr. Shashikant Parmanand Tulsian, Independent Director for a second term of 5 consecutive years, existing term expires on March 31, 2020.
7. **As a Special Resolution** - Approval of payment of Remuneration to Executive directors who are promoters or members of promoter group of the Company pursuant to Regulation 17(6)(e) (ii) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
8. **As an Ordinary Resolution** - Approval of Remuneration to M/s Poddar & Co, Cost Auditors of the Company for the Financial Year 2019-20.



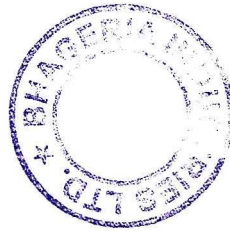


After completion of the Poll, the meeting concluded with a vote of thanks to the Chair.

Based on the Scrutinizer's Report, all the Resolutions as set out in the Notice have been passed with requisite majority.

For **BHAGERIA INDUSTRIES LIMITED**

Ketan Gaur
Company Secretary &
Compliance Officer



FORM NO. MGT-13**Combined Report of Scrutinizer for Remote e-voting & Poll Process**

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
Bhageria Industries Limited,
Office No. 1002, 10th Floor, Topiwala Centre,
Off S.V. Road, Goregaon (West),
Mumbai - 400062.

Subject: 30th Annual General Meeting of the Shareholders of Bhageria Industries Limited held on Saturday, August 31, 2019 at 11:30 a.m. at Maher Banquet, Topiwala Centre Mall, 2nd Floor, Off S. V. Road, Near Rly Stn., Goregaon (West), Mumbai 400 062.

Dear Sir,

We, GMJ & Associates, Company Secretaries, represented by Ms. Sonia Chettiar, Partner have been duly appointed by the Board of Directors of Bhageria Industries Ltd. for the purpose of scrutinizing the Remote e-voting process under 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 30th AGM of Equity Shareholders of Bhageria Industries Ltd. at their Meeting held on August 31, 2019 at 11:30 a.m. at Maher Banquet, Topiwala Centre Mall, 2nd Floor, Off S. V. Road, Near Rly Stn., Goregaon (West), Mumbai 400 062.

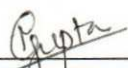
The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under relating to voting through electronic means and voting by Poll at the venue of AGM on the Resolutions contained in the Notice of the 30th AGM of the Members of the Company. Our responsibility as a Scrutinizer for the e-voting process and for the Poll at the 30th AGM is restricted to make a Scrutinizer's Report of the Votes Cast




“in favour” or “against” the Resolutions as stated below on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by Company to provide e-voting facility and the Report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by us.

The locked Ballot box was subsequently opened by us in the presence of Ms. Priyanka Gupta and Mr. Shripad Nene, who are not in the employment of the Company and who have signed below as witness:


Priyanka Gupta
 B-502, Rituraj Apartment, Om Sai
 Complex, Shiv Sena Galli,
 Bhayander (West), Thane 401101.


Shripad Nene
 A13/201, Siddharth Nagar CHS,
 Opp. Ekta World, Khatau Mill Lane
 Borivali (East), Mumbai 400066.

Thereafter, the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company. Duplicate, incomplete and defective Poll papers were rejected by us.

The Consolidated Scrutinizer’s Report on the resolutions proposed in the Notice of the AGM with respect to e-voting and Poll Process is as under:

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 including the Audited Balance Sheet as at March 31, 2019, the Statement of Profit & Loss & Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditor’s thereon;

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	9979022	42	9978810	99.99	3	212	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	10187940	54	10187728	-	3	212	-	-



ITEM NO. 2: ORDINARY RESOLUTION:

To declare Dividend on Equity Shares for the year ended March 31, 2019.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	9979022	42	9978810	99.99	3	212	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	10187940	54	10187728	-	3	212	-	-

ITEM NO. 3: ORDINARY RESOLUTION:

Appointment of Mrs. Chandraprabha Bhageria who retires by rotation and being eligible offers herself for re-appointment.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	2515250	34	2515038	99.99	3	212	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	2724168	46	2723956	-	3	212	-	-

Note:

Mr. Suresh Bhageria, Mrs. Chandraprabha Bhageria, Vikas Bhageria (HUF), Mrs. Harshita Bhageria and Mr. Vikas Bhageria being interested in the Resolution at Item No.3 abstained from E-voting.



ITEM NO. 4: SPECIAL RESOLUTION:

Re-appointment of Mrs. Chandraprabha Bhageria as a Whole-Time Director of the Company for a period of 3 years.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	2515250	34	2515038	99.99	3	212	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	2724168	46	2723956	-	3	212	-	-

Note:

Mr. Suresh Bhageria, Mrs. Chandraprabha Bhageria, Vikas Bhageria (HUF), Mrs. Harshita Bhageria and Mr. Vikas Bhageria being interested in the Resolution at Item No.4 abstained from E-voting.

ITEM NO. 5: ORDINARY RESOLUTION:

Approval of appointment of Mr. Mukund Manohar Chitale, Independent Director for a term of 5 consecutive years.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	9979022	41	9978670	99.99	4	352	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	10187940	53	10187588	-	4	352	-	-



ITEM NO. 6: SPECIAL RESOLUTION:

Approval of re-appointment of Mr. Shashikant Parmanand Tulsian, Independent Director for a second term of 5 consecutive years.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	9979022	43	9987982	99.99	2	40	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	10187940	55	10187900	-	2	40	-	-

ITEM NO. 7: SPECIAL RESOLUTION:

Approval for payment of Remuneration to Executive Directors who are promoters or members of promoter group of the Company pursuant to Regulation 17(6)(e) (ii) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	2100230	28	2100018	99.99	3	212	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	2309148	43	2308936	-	3	212	-	-

Note:

Mr. Suresh Bhageria, Mrs. Chandraprabha Bhageria, Mr. Vinod Bhageria, Mr. Vishambharlal Bhageria, Mr. Abhishek Bhageria, Mr. Aditya Bhageria, Vikas Bhageria (HUF), Ms. Snehlata, Mrs. Harshita Bhageria and Mr. Vikas Bhageria being interested in the Resolution at Item No. 7 abstained from E-voting.



ITEM NO. 8: ORDINARY RESOLUTION:

Payment of Remuneration to M/s Poddar & Co., Cost Accountants (Firm Registration No. 101734), the Cost Auditors of the Company for the Financial Year 2019-20.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos. of Votes	% to total valid	No of ballot/e-voting entry	Nos. of Votes	% to total valid	
E-voting	9979022	42	9978810	99.99	3	212	0.01	-
Poll/Ballot voting	208918	12	208918	100	-	-	-	-
Total	10187940	54	10187728	-	3	212	-	-

All the resolutions voted through Remote E-voting and Poll Process were passed with **REQUISITE MAJORITY**. The Poll papers and all other relevant records were sealed and handed over to the Secretary of the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries



[CS SONIA CHETTIAR]
PARTNER
ACS: 27582; COP: 10130
PLACE: MUMBAI
DATE: AUGUST 31, 2019.

