

Tel.: 91-22-4043 6666

Email: info@bhageriagroup.com Website: www.bhageriagroup.com REGD. OFF.: OFFICE NO. 1002, 10TH FLOOR, TOPIWALA CENTRE, OFF S. V. ROAD, NEAR GOREGAON RAILWAY STATION, GOREGAON (WEST), MUMBAI - 400 062.

CIN: L40300MH1989PLC052574

Date: August 31, 2019.

BSE Limited,

Corporate Relations Department,

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400001

Reg: Security Code No. 530803

National Stock Exchange India Limited,

"Exchange Plaza"

Bandra Kurla Complex, Bandra (East),

Mumbai - 400051.

Scrip Name - BHAGERIA

Dear Sirs,

## Sub: 30th Annual General Meeting

We submit herewith the following with respect to 30<sup>th</sup> 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.

- 1. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2. Scrutinizers Report (Combined on remote E-voting and poll taken at the Annual General Meeting dated August 31, 2019) pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended. All the resolutions for approval at the 30<sup>th</sup> Annual General Meeting as set out in the Notice dated May 29, 2019 have been passed by the Members 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.



Certified Company: ISO 9001 : 2015 | ISO 14001 : 2015 | OHSAS 45001 : 2018

Resolution required: (Ordinary / Special)   Doddinary			resolution	Disclosure of notes on resolution	Disclosu				
Total   Supplicable   Total		Yes		esolution is P	Whether r				
Total   Non   Postal Ballot   Total   Postal Ballot   Total   Postal Ballot   Total   Postal Ballot   Total   Postal Ballot	0.0021		212		23.3432	10187940	43644180	Total	
Total   Section   Sectio	7.8344		212	2494	0.0216	2706		Total	
Total   Postal Ballot   Full Cife   Postal Ballot   Postal B							1233877	Postal Ballot (if applicable)	Public- Non Institutions
Total Ballot (Iff and Postal Ballot (Iff and Postal Ballot (Iff applicables)   Total Ballot (Iff and Postal Ballot (Iff applicable))   Total (Iff and Postal Ballot (Iff applicable))   Total (Iff applicable)   Total (Iff applicabl	0		0	790	0.0063	790	רדפרוזכו	Poll	
Total Ballot (if a position of resolution)   Total Ballot (if a position)	11.0647		212	1704	0.0153	1916		E-Voting	
Total Ballot (if   Postal Ballot   Postal Ballot (if   Postal Ba	0		0	0	0	0	347927	Total	
Total   Ballot   Fertiage   Poll	0		0	0	0	0	34/92/	Postal Ballot (if applicable)	Public- Institutions
Consider and adopt Audited Financial Statement for the financial young resolution considered   No. of growth	0		0	0	0	0	247027	Poll	
Consider and adopt Audited Financial Statement for the financial y strong of resolution considered   No. of votes of votes of the polled	0	81	0	0	0	0		E-Voting	
Consider and adopt Audited Financial Statement for the financial y strong of resolution considered   No. of votes in held   No. of ter and adopt Audited Financial Statement for the financial y strong with reports of the Sour of the Shares voting   No. of shares voting   Poll   Postal Ballot (if applicable)   208128   208128   208128   208128   Poll   Postal Ballot applicable)   Postal Ballot (if applicable)	0		0	10185234	33.1094	10185234	30762376	Total	
Acceptance   Poll   P							30702370	Postal Ballot (if applicable)	Promoter Group
re interested in No  Consider and adopt Audited Financial Statement for the financial y March 31, 2019 along with reports of the Board of Directors and A votes votes on outstanding votes – in votes – favour on votes eld polled shares favour against polled polled (1) (2) (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100	0		0	208128	0.6766	208128	30767776	Poll	Promoter and
re interested in No  Consider and adopt Audited Financial Statement for the financial y March 31, 2019 along with reports of the Board of Directors and A March 31, 2019 along with reports of the Board of Directors and A votes votes on outstanding votes in votes favour on votes in polled shares favour against polled  (1) (2) (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100	0		0	9977106	32.4328	9977106		E-Voting	
re interested in No  Consider and adopt Audited Financial Statement for the financial y March 31, 2019 along with reports of the Board of Directors and A votes on outstanding votes in votes on outstanding votes favour on votes polled shares favour against polled	(7)= $[(5)/(2)]*1$	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]*100	(2)	(£)		
cial) re interested in	% of Vota against on v polled		No. of votes – against	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
Ordinary / Special)  Ordinary	ear ended	ent for the financial y	ncial Statemos s of the Boa	Audited Finar	Consider and adopt a March 31, 2019 alor		dered	resolution consid	Description of
Ordir					No	rested in	oup are inte	oter/promoter gro lution?	Whether promothe agenda/reso
KeSoidilon(1)					Ordinary		/ Special)	nired: (Ordinary	Resolution requ
Uncollidation (1)				Ü	Resolution(1)				



				-																
				Public- Non Institutions				Public- Institutions				Promoter and Promoter Group				Category	Description of 1	Whether promoter/protethe agenda/resolution?	Resolution requ	
		Total	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Mode of voting	Description of resolution considered	Whether promoter/promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary / Special)	
200		43644180	12533877	12330//	12522877		347927	34/92/			30762376	30/623/6			(E)	No. of shares held	dered	oup are inter	/ Special)	
		10187940	2706	0	790	1916	0	0	0	0	10185234	0	821802	9977106	(2)	No. of votes polled		rested in		
Disclos	Whether	23.3432	0.0216	0	0.0063	0.0153	0	0	0	0	33.1094	0	0.6766	32.4328	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares	Declaration of Dividend on Equity Shares for the year ended March 31, 2019	No	Ordinary	Resolution(2)
Disclosure of notes on resolution	Whether resolution is Pass or Not.	10187728	2494	0	790	1704	0	0	0	0	10185234	0	208128	9977106	(4)	No. of votes – in favour	dend on Equit			2)
n resolution	Pass or Not.	212	212	0	0	212	0	0	0	0	0	0	0	0	(5)	No. of votes – against	y Shares for			
	Yes	99.9979	92.1656	0	100	88.9353	0	0	0	0	100	0	100	100	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	the year ended Mar			
		0.0021	7.8344	0	0	11.0647	0	0	0	0	0	0	0	0	(7)= $[(5)/(2)]*100$	% of Votes against on votes polled	ch 31, 2019.			



Notiniary           Yes         Appoint a Director in place of Mrs. Chandraprabha Bhageria (DIN: 01444875) who retires by rotation and being eligible, offers herself for re-appointment           % of Voies polled on utstanding shares         No. of favour against polled         No. of votes in votes against on votes against on votes polled         % of Votes for votes in polled         % of Votes against on votes against on votes against on votes polled         (7)= (4)/(2)]*100         (7)= (7)= (7)= (7)= (7)= (7)= (7)= (7)=		W	Total 43644180 2724168 6.2418	Total 12533877 2706 0.0216	applicable)	Public- Non Postal Ballot 12333877 0 0	Poll 790 0.0063	E-Voting 1916 0.0153	Total 347927 0 0	Public- Postal Ballot (if 0 0 0 applicable)	Poll 0 0	E-Voting 0 0	Total 30762376 2721462 8.8467	Postal Ballot (if applicable)	Promoter and Poll 208128 0.6766	E-Voting 2513334 8.1702	(1) (2) $(3)=[(2)/(1)]*100$	Category voting held No. of No. of % of Votes polled shares votes on outstanding polled shares	Description of resolution considered Appoint a Di retires by rote	Whether promoter/promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary / Special) Ordinary	Neson
Mrs. Chandraprabha Bhageria (I gible, offers herself for re-appoint notes against polled (5) (6)=[(4)/(2)]*10  (5) (6)=[(4)/(2)]*10  (0) (0) (0) (0) (0) (0) (0) (0) (0) (0)	Disclosure of not	Whether resolution			c	0			0	0	0	0		0					nt a Director in place of by rotation and being el		гу	Nesolution(5)
of 9% of votes in the inst between the series herself for re-appoint series herself for re-appoi	of notes on reso	olution is Pass or				0			0	0	0	0		0					ace of Mrs. Char eing eligible, off			
			99.9922	92.1656		0	100	88.9353	0	0	0	0	100	0	100	100			ndraprabha Bhageria (I ers herself for re-appoi			



	IS		WIICHEL IESOLUION IS FASS OF INOL	WILLIAM				
	Vac		recolution is I	Whather		The same of the same		
0.0078	99.9922	212	2723956	6.2418	2724168	43644180	Total	Comp.
7.8344	92.1656	212	2494	0.0216	2706	12533877	Total	
,			,				applicable)	
0	0	0	0	0	0	125338//	Postal Ballot	Public- Non Institutions
0	100	0	790	0.0063	790		Poll	
11.0647	88.9353	212	1704	0.0153	1916		E-Voting	
0	0	0	0	0	0	347927	Total	
0	0	0	0	0	0		(if applicable)	Institutions
						347927	Postal Ballot	Public-
0	0	0	0	0	0		Poll	
0	0	0	0	0	0		E-Voting	
0	100	0	2721462	8.8467	2721462	30762376	Total	
0	0	0	0	0	0		(if applicable)	Group
						30762376	Poetal Rallot	Promoter and
0	100	0	208128	0.6766	208128		Poll	
0	100	0	2513334	8.1702	2513334		E-Voting	100000000000000000000000000000000000000
(7)= (5)/(2)]*100	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]*100	(2)	(1)		
% of Votes against on votes polled	% of votes in favour on votes polled	No. of votes – against	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
Director of the	ria as a Whole-Time November 1, 2019.	rabha Bhage years w.e.f	frs. Chandrap d of 3 (Three)	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.		lered	Description of resolution considered	Description of ı
				Yes	ested in	oup are inter	Whether promoter/promoter group are interested in the agenda/resolution?	Whether promoter/protethe agenda/resolution?
				Special		/ Special)	Resolution required: (Ordinary / Special)	Resolution requ
			4)	Resolution(4)				
			;	<b>j</b>				



		resolution	Disclosure of notes on resolution	Disclosu				
ě	Yes	- Commence	Whether resolution is Pass or Not.	Whether r			000	
0.0035	99.9965	352	10187588	23.3432	10187940	43644180	Total	
13.0081	86.9919	352	2354	0.0216	2706	12533877	Total	
0	0	0	0	0	0		(if applicable)	Institutions
0	100	0	790	0.0063	790	12533877	Postal Ballot	Public- Non
18.3716	81.6284	352	1564		6		E-Voting	
0	0	0	0	0	0	347927	Total	
0	0	0	0	0	0	34/92/	Postal Ballot (if applicable)	Public- Institutions
0	0	0	0	0	0	247027	Poll	
0	0	0	0	0	0		E-Voting	
0	100	0	10185234	33.1094	10185234	30762376	Total	
0	0	0	0	0	0	30/623/6	Postal Ballot (if applicable)	Promoter Group
0	100	0	208128	0.6766	208128		Poll	Dromoter and
0	100	0	9977106	32.4328	9977106		E-Voting	
(7)= [(5)/(2)]*100	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]*100	(2)	(1)		
% of Votes against on votes polled	% of votes in favour on votes polled	No. of votes – against	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
endent Dir	nohar Chitale, Indep	Mukund Mar	ment of Mr. N cutive years.	Approval of appointment of Mr. Mukund Manohar Chitale, Independent Director for a term of 5 consecutive years.		lered	Description of resolution considered	Description of r
				No	ested in	oup are inter	Whether promoter/promoter group are interested in the agenda/resolution?	Whether promoter/pro the agenda/resolution?
				Ordinary		/ Special)	Resolution required: (Ordinary / Special)	Resolution requ
			9	Resolution(5)				
	110							



40 40	Whether resolution is Pass or Not		1016/940			
40	10187900		1010/940			
40	2000	23.3432	10107040	43644180	Total	
	2666	0.0216	2706	12533877	Total	
0	0	0	0	12338//	Postal Ballot (if applicable)	Public- Non Institutions
0	790	0.0063	790	17577977	Poll	
40	1876	0.0153	1916		E-Voting	
0	0	0	0	347927	Total	
0	0	0	0		Postal Ballot (if applicable)	Public- Institutions
0	0	0	0	347977	Poll	
0	0	0	0		E-Voting	
0	10185234	33.1094	10185234	30762376	Total	
0	0	0	0	30/023/0	Postal Ballot (if applicable)	Promoter Group
0	208128	0.6766	208128	3677776	Poll	Dromoter and
0	9977106	32.4328	9977106		E-Voting	
(5)	(4)	(3)=[(2)/(1)]*100	(2)	(1)		
No. of votes – against	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
fr. Shar onsecu	intment of N	Approval of re-appo Director for a secon 31, 2020		dered	resolution consi	Description of i
		No	rested in	oup are inte	ter/promoter gr lution?	Whether promoter/pro the agenda/resolution?
		Special		/ Special)	tired: (Ordinary	Resolution requ
	0)	Resolution				
	5	Daralution				
	o o o o s	(4) 9977106 0 208128 0 0 0 0	tesolution(6)  Tal of re-appointment of Mr. Str for a second term of 5 cons to test polled votes – in favour favour 2)/(1)]*100 (4)  8 9977106 (4)  8 9977106 (0)  10185234 (0)	34	No. of votes polled (2) 9977106 208128	on considered  No. of votes shares polled  ing (1) (2)  Ballot 30762376 10185234



				Non Institutions	Distin			Public- Institutions				and Promoter Group	Promoter			Category	Description	Whether pro interested in	Resolution r	
		Total	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Mode of voting	Description of resolution considered	Whether promoter/promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary / Special)	
		43644180	12533877	123338//	10533677		347927	34/92/			30762376	30/623/6	207077		(1)	No. of shares held	considered	esolution?	dinary / Spec	
		2309148	2706	0	790	1916	0	0	0	0	2306442	0	208128	2098314	(2)	No. of votes polled		е	cial)	
Discle	Whethe	5.2908	0.0216	0	0.0063	0.0153	0	0	0	0	7.4976	0	0.6766	6.821	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares	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 ("Listing Regulations").	Yes	Special	Resolution(7)
Disclosure of notes on resolution	Whether resolution is Pass or Not.	2308936	2494	0	790	1704	0	0	0	0	2306442	0	208128	2098314	(4)	No. of votes - in favour	of Remunerat group of the C ge Board of In tions, 2015 ("I	200		ion(7)
	Pass or Not.	212	212	0	0	212	0	0	0	0	0	0	0	0	(5)	No. of votes – against	ion to Execut ompany purs dia (Listing C Listing Regul			
Textual Information(1)	Yes	99,9908	92.1656	0	100	88.9353	0	0	0	0	100	0	100	100	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	ive Directors who an uant to Regulation 1' bhigations and Disclations").			
(I)		0.0092	7.8344	0	0	11.0647	0	0	0	0	0	0	0	0	(7)=[(5)/(2)]*100	% of Votes against on votes polled	e promoters or 7(6)(e)(ii) of the osure			



Resolution required. (Ordinary / Special)   Special   Required (Ordinary / Special)   Resolution required (Ordinary / Special)   Required (Ordinary / Special)   Required (Ordinary / Special)   Regularization No. 101734), the Cost Accountants (Firm the agenda resolution)   Regularization No. 101734), the Cost Accountants (Firm 201920)   Regularization No. 101734, the Cost Accountants (Firm 201920)   Regularization No. 10173			resolution	Disclosure of notes on resolution	Disclosu				
Total   S-Voting   Postal Ballot (if function   Postal Ballot (if functi		Yes	ass or Not.	esolution is F	Whether r				
Total   Ballot   February   Special   States   Special   States   Special   States   Special   Special   States   Special   States   Special   States   Special   Special   States   Special   States   Special   States   Special   States   Special   Special   States   Special   Special   Special   States   Special	0.0021		212		23.3432				
Total   Short   Sherial   Short   Short   Sherial   Short   Sherial   Short   Sherial   Short   Sherial   Short   Sherial   Short   Sherial   Short	7.8344		212	2494	0.0216	2706	12533877	Total	
tion required: (Ordinary / Special)  r promoter/promoter group are interested in ndar/resolution?  Approval of Remuneration M/s Poddar & Co., Cost Accountants (Registration No. 101734), the Cost Auditors of the Company for	0		0	0	0	0	12000011	Postal Ballot (if applicable)	Public- Non Institutions
Total   Posting Ballot   Family   Posting Ballot   Forming   Posting Ballot   Posting Ballot   Posting	0	311	0	790	0.0063	790	17533877	Poll	;
Total   Ballot (Indinary   Special)   Total   Ballot (Indinary   Ballot (Indinary   Special)   Total   Ballot (Indinary   Special)   Total   Total   Ballot (Indinary   Special)   Total (In	11.0647		212	1704	0.0153	1916		E-Voting	
tion required: (Ordinary / Special)  repromoter/promoter group are interested in nda/resolution?  Approval of Remuneration M/s Poddar & Co., Cost Accountants (Registration No. 101734), the Cost Auditors of the Company for	0		0	0	0	0	347927	Total	
tion required: (Ordinary / Special)  re promoter/promoter group are interested in nda/resolution?  Approval of Remumeration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  Approval of Remumeration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  Approval of Remumeration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  2019-20.  No. of Votes polled Votes - in v	0		0	0	0	0	34/72/	Postal Ballot (if applicable)	Public- Institutions
tion required: (Ordinary / Special)  Promoter/promoter group are interested in nda/resolution?  Approval of Remuneration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Auditors of the Company for th  No. of Soft Votes polled votes—in votes—in votes—in polled  (1) (2) (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100  Postal Ballot (if figure and policial)  Postal Ballot (applicable)  Total 30762376 10185234 33.1094 10185234 0 100  B-Voting Ordinary / Special in No. of Remuneration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Auditors of the Company for th  Registration No. 101734), the Cost Accountants ( Registration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Accountants ( Registration M/s Poddar & Co., Cost Accountants ( Registration M/s Poddar & No. of Registration	0		0	0	0	0	7.47077	Poll	
tion required: (Ordinary / Special)  Promoter/promoter group are interested in nda/resolution?  Mode of shares voting Poll  Postal Ballot (if full postal Ballot er and applicable)  Total 30762376   Total 307623	0		0	0	0	0		E-Voting	
tion required: (Ordinary / Special)  repromoter/promoter group are interested in nda/resolution?  Approval of Remumeration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  Approval of Remumeration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  2019-20.  Mode of Shares voting Shares held Polled Shares S	0		0	10185234	33.1094	10185234	30762376	Total	
quired: (Ordinary / Special)  No  Approval of Remuneration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  No. of Votes polled votes - in votes - favour on votes shares polled  Poll  Poll  Ordinary  Ordinary  Ordinary  No. of Woo of Remuneration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th  No. of Votes polled votes - in votes - favour on votes in against polled  Shares polled (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100  E-Voting 9977106 32.4328 9977106 J 100	0		0	0	0	0	30/623/6	Postal Ballot (if applicable)	Promoter Group
Drdinary / Special)  Ordinary  No  Approval of Remuneration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for th 2019-20.  No. of Shares votes on outstanding votes in held polled shares polled shares (1)  (1)  (2)  (3)=[(2)/(1)]*100  (4)  (5)  (6)=[(4)/(2)]*100	0		0	208128	0.6766	208128	20762776	Poll	Dromoter and
Ordinary  Indee of shares held below held sheet sheet in stares (1) (2) (3)=[(2)/(1)]*100  Indee of shares held (1) (2) (3)=[(2)/(1)]*100  Ordinary  Approval of Remuneration M/s Poddar & Co., Cost Accountants (Registration No. 101734), the Cost Auditors of the Company for the Company for the Cost Auditors of the Cost Auditors of the Company for the Cost Auditors of the Cost Auditors of the Company for the Cost Auditors of the Company for the Cost Auditors of	0		<b>)</b>	9977106	32.4328	9977106		E-Voting	
Ordinary  Profinary / Special)  Ordinary  No  Approval of Remuneration M/s Poddar & Co., Cost Accountants ( Registration No. 101734), the Cost Auditors of the Company for the 2019-20.  No. of Shares votes on outstanding votes – in votes – favour on votes in polled shares favour gagainst polled	(7)= $[(5)/(2)]*10$	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]*100	(2)	(1)		
Ordinary / Special) moter group are interested in on considered	% of Votes against on vo-	% of votes in favour on votes polled	No. of votes – against	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
Ordinary / Special)  Moder group are interested in No	Firm ne Financial Ye	, Cost Accountants (f the Company for the	oddar & Co. t Auditors o	eration M/s P 734), the Cos	Approval of Remune Registration No.101 2019-20.		dered	resolution consid	Description of 1
Ordir					No	ested in	oup are inter	ter/promoter gro	Whether promothe agenda/reso
(a)					Ordinary		/ Special)	iired: (Ordinary	Resolution requ
Nescillation					Kesolution(o)				





3rd & 4th Floor, Vaastu Darshan, 'B' Wing, Above Central Bank of India, Azad Road, Andheri (East), Mumbai - 400 069.

Tel. No.: 6191 9293 Email : cs@gmj.co.in

### 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 F Resolution			Votes aga Resolutio			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	Nos.
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 I Resolutio			Votes aga Resolutio			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	Nos.
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 F Resolution			Votes aga Resolutio			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	Nos.
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 I Resolutio			Votes aga Resolutio			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	Nos.
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 I Resolutio			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	Nos.
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	Nos.	
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	Nos.
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	Nos.
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 <u>REQUISITE MAJORITY</u>. 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.

MUMBAI \* Secretarian Secretari