

Virendra Bhatt

Company Secretary

Office :

Office No. 03, A Wing, 9th Floor,
Pinnacle Corporate Park,
BKC CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai - 400 051.

Tel. : 022 - 2652 9367 / 68

Mobile : +91 - 98200 48670

E-mail : bhattvirendra1945@yahoo.co.in

To,

The Chairman

Borosil Limited

1101, Crescenzo, G-Block, Opp. MCA Club,

Bandra-Kurla Complex, Bandra (East),

Mumbai, Maharashtra - 400051

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting 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 by the Companies (Management and Administration) Amendment Rules, 2015 for the 11th Annual General Meeting of the Borosil Limited held on Thursday, 26th August, 2021 at 03:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Virendra G. Bhatt, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of the Borosil Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and e-voting during the said AGM in respect of the below mentioned resolutions proposed at the 11th Annual General Meeting ("AGM") of the Borosil Limited held on Thursday, 26th August, 2021 at 03:00 p.m. (IST) through VC / OAVM.

The notice dated 27th May, 2021, convening the 11th Annual General Meeting as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those shareholders whose email addresses were registered with the Company/Depositories, in compliance with the MCA Circular dated 05th May 2020 read with circulars dated 08th April, 2020, 13th April, 2020 and 13th January, 2021 (collectively referred to as "MCA Circulars") and the SEBI Circulars dated 12th May, 2020 and 15th January, 2021.

The Company had availed the remote e-voting facility offered by the Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.



The voting period for remote e-voting commenced on Monday, 23rd August, 2021 at 9.00 a.m. (IST) and ended on Wednesday, 25th August, 2021 at 5.00 p.m. (IST). The CDSL remote e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM for those who had not casted their vote earlier through remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, 19th August, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked in presence of the two witnesses.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast there in based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as the scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Voting Rights under "Public - Non Institutions" category include 28,07,274 shares held by the Investor Education and Protection Fund (IEPF) Authority (on which voting rights are frozen pursuant to Rule 6(6) of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended).

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at the AGM in respect of the said resolutions.



Resolution No.: 1 - Ordinary Resolution

To consider and adopt:

- a. the Audited Financial Statement of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2021 and the Report of Auditors thereon.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	84265277	0	84265277
E-Voting at AGM	602451	0	602451
Total	84867728	0	84867728

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

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 & Promoter Group	Remote E-Voting	80410776	80410776	100.0000	80410776	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		80410776	100.0000	80410776	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2535105	2398034	94.5931	2398034	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2398034	94.5931	2398034	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	31173586	1456467	4.6721	1456466	1	99.9999	0.0001
	E-Voting at AGM		602451	1.9326	602451	0	100.0000	0.0000
	Total		2058918	6.6047	2058917	1	100.0000	0.0000
Total		114119467	84867728	74.3674	84867727	1	100.0000	0.0000



Resolution No.: 2 - Ordinary Resolution

To declare dividend on Equity shares for the year ended March 31, 2021.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	84265277	0	84265277
E-Voting at AGM	602451	0	602451
Total	84867728	0	84867728

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

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 & Promoter Group	Remote E-Voting	80410776	80410776	100.0000	80410776	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		80410776	100.0000	80410776	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2535105	2398034	94.5931	2398034	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2398034	94.5931	2398034	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	31173586	1456467	4.6721	1456462	5	99.9997	0.0003
	E-Voting at AGM		602451	1.9326	602451	0	100.0000	0.0000
	Total		2058918	6.6047	2058913	5	99.9998	0.0002
Total		114119467	84867728	74.3674	84867723	5	100.0000	0.0000



Resolution No.: 3 - Ordinary Resolution

To appoint a Director in place of Mr. P. K. Kheruka, (DIN 00016909) who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	84265277	0	84265277
E-Voting at AGM	602451	0	602451
Total	84867728	0	84867728

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

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 & Promoter Group	Remote E-Voting	80410776	80410776	100.0000	80410776	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		80410776	100.0000	80410776	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2535105	2398034	94.5931	2398034	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2398034	94.5931	2398034	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	31173586	1456467	4.6721	1456341	126	99.9913	0.0087
	E-Voting at AGM		602451	1.9326	602451	0	100.0000	0.0000
	Total		2058918	6.6047	2058792	126	99.9939	0.0061
Total		114119467	84867728	74.3674	84867602	126	99.9999	0.0001



Resolution No.: 4 - Ordinary Resolution

To appoint Auditors and to fix their remuneration.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	84265277	0	84265277
E-Voting at AGM	602451	0	602451
Total	84867728	0	84867728

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

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 & Promoter Group	Remote E-Voting	80410776	80410776	100.0000	80410776	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		80410776	100.0000	80410776	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2535105	2398034	94.5931	2398034	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2398034	94.5931	2398034	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	31173586	1456467	4.6721	1454966	1501	99.8969	0.1031
	E-Voting at AGM		602451	1.9326	602451	0	100.0000	0.0000
	Total		2058918	6.6047	2057417	1501	99.9271	0.0729
Total		114119467	84867728	74.3674	84866227	1501	99.9982	0.0018



SPECIAL BUSINESS:

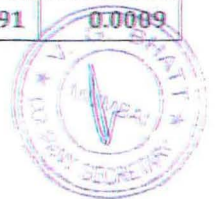
Resolution No.: 5 - Special Resolution

Amendment to the 'Borosil Limited - Employee Stock Option Scheme 2020'

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	84265277	0	84265277
E-Voting at AGM	602451	0	602451
Total	84867728	0	84867728

The Result of the Remote E - Voting and E - Voting during the AGM is as under:

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 & Promoter Group	Remote E-Voting	80410776	80410776	100.0000	80410776	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		80410776	100.0000	80410776	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2535105	2398034	94.5931	2398034	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2398034	94.5931	2398034	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	31173586	1456467	4.6721	1455736	731	99.9498	0.0502
	E-Voting at AGM		602451	1.9326	602451	0	100.0000	0.0000
	Total		2058918	6.6047	2058187	731	99.9645	0.0355
Total		114119467	84867728	74.3674	84866997	731	99.9991	0.0009



Resolution No.: 6 - Special Resolution

Alteration in the Articles of Association by substituting the Article 111 of Articles of Association

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	84265277	0	84265277
E-Voting at AGM	602451	0	602451
Total	84867728	0	84867728

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

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 & Promoter Group	Remote E-Voting	80410776	80410776	100.0000	80410776	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		80410776	100.0000	80410776	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2535105	2398034	94.5931	2398034	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2398034	94.5931	2398034	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	31173586	1456467	4.6721	1456396	71	99.9951	0.0049
	E-Voting at AGM		602451	1.9326	602451	0	100.0000	0.0000
	Total		2058918	6.6047	2058847	71	99.9966	0.0034
Total		114119467	84867728	74.3674	84867657	71	99.9999	0.0001





All the Resolutions mentioned in Notice of Annual General Meeting as per the details given above stand passed by requisite majority under Remote E-Voting and voting conducted during the Annual General Meeting by way of E-Voting and hence deemed to be passed on the date of the Annual General Meeting.

I hereby confirm that I am maintaining the registers received from the CDSL electronically, in respect of the votes cast through remote e-voting and voting conducted by way of e-voting during AGM by the shareholders of the Company.

Thanking You,

Yours faithfully,



Virendra G. Bhatt
Practicing Company Secretary
ACS No.: 1157 / COP No.: 124
Peer Review Cert. No.: 491/2016

Place: Mumbai

Date: 26th August, 2021

UDIN: A001157C000838114

Counter signed by:

For Borosil Limited



~~Chairman~~ / Company Secretary and Authorised Signatory