



Date – 09/08/2024

Ref. No. – BDH/SEC/101/2024-25

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

Subject – Voting Results of the 34th Annual General Meeting held on Friday, 9th August 2024 in compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

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 34th Annual General Meeting (AGM) of the Company held on Friday, 9th August 2024 held through VC /OVAM
2. Consolidated Scrutinizers Report on remote evoting and evoting at 34th AGM

Kindly note that the four ordinary resolutions placed before the shareholders as per Notice of the 34th Annual General Meeting 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



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WHO-GMP Accreditation



ISO 9001:2015

Voting results

Record date	02-08-2024
Total number of shareholders on record date	5397
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	13
b) Public	29
No. of resolution passed in the meeting	4

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements for financial year ended on 31st March, 2024 together with Reports of Board of Directors & Auditors thereon.				
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	2791049	97.6148	2791049	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		2791049	97.6148	2791049	0	100.0000	0.0000
Public-Institutions	E-Voting	25494	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2872558	11266	0.3922	11251	15	99.8669	0.1331
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11266	0.3922	11251	15	99.8669	0.1331
Total		5757300	2802315	48.6741	2802300	15	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend on Equity Shares for the year ended 31st March, 2024				
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	2791049	97.6148	2791049	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		2791049	97.6148	2791049	0	100.0000	0.0000
Public-Institutions	E-Voting	25494	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2872558	11166	0.3887	11151	15	99.8657	0.1343
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11166	0.3887	11151	15	99.8657	0.1343
Total		5757300	2802215	48.6724	2802200	15	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="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	100

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Ms. Karthika Nair (DIN 00019695), who retires by rotation and being eligible, offers herself for re-appointment				
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	2791049	97.6148	2791049	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		2791049	97.6148	2791049	0	100.0000	0.0000
Public-Institutions	E-Voting	25494	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2872558	11166	0.3887	10743	423	96.2117	3.7883
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11166	0.3887	10743	423	96.2117	3.7883
Total		5757300	2802215	48.6724	2801792	423	99.9849	0.0151
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="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	100

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of the Cost Auditors for the financial year 2024-25.				
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	2791049	97.6148	2791049	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		2791049	97.6148	2791049	0	100.0000	0.0000
Public-Institutions	E-Voting	25494	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2872558	11166	0.3887	11151	15	99.8657	0.1343
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11166	0.3887	11151	15	99.8657	0.1343
Total		5757300	2802215	48.6724	2802200	15	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="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	100

CONSOLIDATED SCRUTINISER'S REPORT

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairperson of the 34th Annual General Meeting of equity shareholders of BDH Industries Limited held on Friday, 9th August, 2024 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 03.00 PM (IST).

Dear Madam,

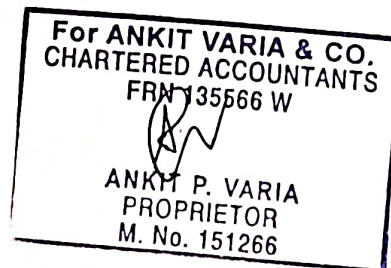
I, Mr. Ankit Varia, Practising Chartered Accountant, Proprietor of M/S Ankit Varia & Co. Mumbai, was appointed by the Board of Directors of BDH Industries Limited (CIN: L24100MH1990PLC059299) ('the Company') as the Scrutinizer at the 34th Annual General meeting ('AGM') of the Company held on Friday, 9th August, 2024 at 3.00 PM (IST) to scrutinize the remote e-voting and e-voting at AGM.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM. 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 resolutions contained in the notice of the AGM.

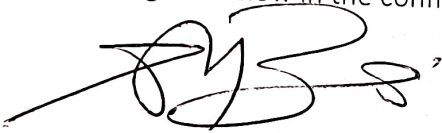
The Company had provided the facility of remote e-voting to all the eligible shareholders and the facility of e-voting at AGM to those eligible shareholders who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

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

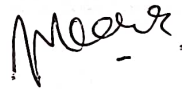
- i. The equity shareholders of the Company as on the "cut-off" date i.e. Friday 2nd August 2024 were entitled to vote on the resolutions no's 1 to 4 as set out in the notice.



- ii. The Remote e-voting period commenced on Tuesday, 6th August, 2024 at 9.00 a.m. (IST) and ended on Thursday, 8th August, 2024 at 5.00 p.m. (IST).
- iii. Before the commencement of the AGM, a limited information report containing information such as folio number, name of shareholder and number of shares held etc. except votes cast by them who voted through remote e-voting was generated from the portal of National Securities Depository Limited ('NSDL').
- iv. After conclusion of the AGM, facility of E-voting at AGM was enabled for 15 (Fifteen) minutes however no shareholders voted at AGM.
- v. After the closure of e-voting at AGM, the votes cast through e-voting at AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, Mr Sunil Bhandari and Mrs Meera Rathod who are not in the employment of the Company and have signed below in the confirmation.



Mr Sunil Bhandari



Mrs Meera Rathod

- vi. During the course of my scrutiny I did not find any invalid vote.



Based on the voting summary downloaded from the portal of NSDL and reports provided by Link Intime India Private Limited ('R&T') the result of the voting at AGM is as under:-

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	69	28,02,300	99.9995
E-voting at AGM	0	0	-
Total	69	28,02,300	99.9995

Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	15	0.0005
E-voting at AGM	0	0	-
Total	1	15	0.0005

Invalid / Abstained / Less Voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.

For ANKIT VARIA & CO.
CHARTERED ACCOUNTANTS
FRN 135566 W

ANKIT P. VARIA
PROPRIETOR
M. No. 151266

Item No. 2: Ordinary Resolution

To declare dividend on Equity Shares for the year ended 31st March, 2024.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	68	28,02,200	99.9995
E-voting at AGM	0	0	-
Total	68	28,02,200	99.9995

Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	15	0.0005
E-voting at AGM	0	0	-
Total	1	15	0.0005

Invalid / Abstained / Less Voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	1	100
E-voting at AGM	0	0
Total	1	100

The resolution was passed with requisite majority.

For ANKIT VARIA & CO.
CHARTERED ACCOUNTANTS
FRN 135566 W

ANKIT P. VARIA
PROPRIETOR
M. No. 151266

Item No. 3: Ordinary Resolution

To appoint a director in place of Ms. Karthika Nair (DIN 00019695), who retires by rotation and being eligible, offers herself for re-appointment.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	67	28,01,792	99.9849
E-voting at AGM	0	0	-
Total	67	28,01,792	99.9849

Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	2	423	0.0151
E-voting at AGM	0	0	-
Total	2	423	0.0151

Invalid / Abstained / Less Voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	1	100
E-voting at AGM	0	0
Total	1	100

The resolution was passed with requisite majority.



SPECIAL BUSINESS

Item No. 4: Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year 2024-25.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	68	28,02,200	99.9995
E-voting at AGM	0	0	-
Total	68	28,02,200	99.9995


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	15	0.0005
E-voting at AGM	0	0	-
Total	1	15	0.0005

Invalid / Abstained / Less Voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	1	100
E-voting at AGM	0	0
Total	1	100

The resolution was passed with requisite majority.

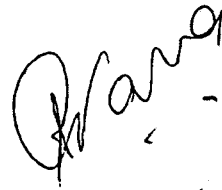
For ANKIT VARIA & CO.
CHARTERED ACCOUNTANTS
FRN 135566 W

ANKIT P. VARIA
PROPRIETOR
M. No. 151266

Notes:

1) *Percentage beyond 4 decimal points ignored under Rounding off.

Date: August 09, 2024

Place: Mumbai



Ankit Varia
(Proprietor)
Ankit Varia and Co.

For BDH INDUSTRIES LTD.

Jayashree Nair
JAYASHREE NAIR
MANAGING DIRECTOR



Chartered Accountants
Membership No. 151266
UDIN:24151266BKHYKC7643

CHAIRPERSON OF THE
34th ANNUAL GENERAL
MEETING

For ANKIT VARIA & CO.
CHARTERED ACCOUNTANTS
FRN 135566 W

ANKIT P. VARIA
PROPRIETOR
M. No. 151266