

**Borosil Limited**

CIN : L36100MH2010PLC292722

**Registered & Corporate Office :**

1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex,

Bandra (E), Mumbai - 400 051, India.

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January 27, 2025

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 <b>Scrip Code: 543212</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block -G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 <b>Symbol: BOROLTD</b>
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**Sub: Intimation under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') - Voting Results of the Postal Ballot**

We refer to our letter dated December 26, 2024, pertaining to the Postal Ballot Notice dated December 26, 2024, for seeking the approval of the Members of the Company on the following Special Resolutions by way of remote e-voting facility:

Sr. No.	Particulars
1	Appointment of Mr. Adarsh Menon (DIN: 10805162) as an Independent Director of the Company
2	Re-appointment of Mr. Kewal Handa (DIN: 00056826) as an Independent Director of the Company
3	Re-appointment of Mr. Kanwar Bir Singh Anand (DIN: 03518282) as an Independent Director of the Company
4	Re-appointment of Mrs. Anupa Sahney (DIN: 00341721) as an Independent Director of the Company

In this regard, please find enclosed herewith the following:

Sr. No.	Particulars	Annexures
1	Voting Results, pursuant to Regulation 44(3) of the Listing Regulations - <b><i>all the Special Resolutions have been passed with requisite majority on January 25, 2025 (the last date of the remote e-voting).</i></b>	Annexure A
2	Scrutiniser's Report dated January 27, 2025, on the remote e-voting, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time	Annexure B

The Voting Results along with the Scrutiniser's Report are available on the Company's website at [www.borosil.com](http://www.borosil.com) and also on the website of National Securities Depository Limited at [www.evoting.nsd.com](http://www.evoting.nsd.com).

You are requested to take the same on record.

**For Borosil Limited**

**Anshu Agarwal**  
Company Secretary & Compliance Officer  
FCS: 9921

**Encl: as above**

**BOROSIL LIMITED - VOTING RESULTS (Postal Ballot by way of remote e-voting)**

Date of the AGM/EGM	Not applicable (resolutions passed through Postal Ballot)
Total number of shareholders on record date (i.e. number of folios on December 20, 2024 - cut-off date for voting purpose)	83,447
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and promoter group: Public:	Not applicable (resolutions passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing (i.e. number of folios)	
Promoters and promoter group: Public:	Not applicable (resolutions passed through Postal Ballot)

**Agenda- wise disclosure (to be disclosed separately for each agenda item)**

Resolution required: (Special)			Appointment of Mr. Adarsh Menon (DIN: 10805162) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	7,72,69,621	7,72,69,621	100.0000%	7,72,69,621	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>7,72,69,621</b>	<b>7,72,69,621</b>	<b>100.0000%</b>	<b>7,72,69,621</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Institutions</b>	E-Voting	74,70,294	50,70,779	67.8792%	50,70,779	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>74,70,294</b>	<b>50,70,779</b>	<b>67.8792%</b>	<b>50,70,779</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Non Institutions</b>	E-Voting	3,47,28,636	25,04,038	7.2103%	25,00,822	3,216	99.8716%	0.1284%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3,47,28,636</b>	<b>25,04,038</b>	<b>7.2103%</b>	<b>25,00,822</b>	<b>3,216</b>	<b>99.8716%</b>
<b>Total</b>		<b>11,94,68,551</b>	<b>8,48,44,438</b>	<b>71.0182%</b>	<b>8,48,41,222</b>	<b>3,216</b>	<b>99.9962%</b>	<b>0.0038%</b>

Resolution required: (Special)			Re-appointment of Mr. Kewal Handa (DIN: 00056826) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	7,72,69,621	7,72,69,621	100.0000%	7,72,69,621	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>7,72,69,621</b>	<b>7,72,69,621</b>	<b>100.0000%</b>	<b>7,72,69,621</b>	<b>0</b>	<b>100.0000%</b>
<b>Public-Institutions</b>	E-Voting	74,70,294	50,70,779	67.8792%	13,52,888	3717891	26.6801%	73.3199%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>74,70,294</b>	<b>50,70,779</b>	<b>67.8792%</b>	<b>13,52,888</b>	<b>3717891</b>	<b>26.6801%</b>
<b>Public- Non Institutions</b>	E-Voting	3,47,28,636	24,99,181	7.1963%	24,96,110	3,071	99.8771%	0.1229%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3,47,28,636</b>	<b>24,99,181</b>	<b>7.1963%</b>	<b>24,96,110</b>	<b>3,071</b>	<b>99.8771%</b>
<b>Total</b>		<b>11,94,68,551</b>	<b>8,48,39,581</b>	<b>71.0142%</b>	<b>8,11,18,619</b>	<b>37,20,962</b>	<b>95.6141%</b>	<b>4.3859%</b>

Resolution required: (Special)			Re-appointment of Mr. Kanwar Bir Singh Anand (DIN: 03518282) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	7,72,69,621	7,72,69,621	100.0000%	7,72,69,621	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>7,72,69,621</b>	<b>7,72,69,621</b>	<b>100.0000%</b>	<b>7,72,69,621</b>	<b>0</b>	<b>100.0000%</b>
<b>Public-Institutions</b>	E-Voting	74,70,294	50,70,779	67.8792%	13,52,888	3717891	26.6801%	73.3199%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>74,70,294</b>	<b>50,70,779</b>	<b>67.8792%</b>	<b>13,52,888</b>	<b>3717891</b>	<b>26.6801%</b>
<b>Public- Non Institutions</b>	E-Voting	3,47,28,636	24,99,337	7.1968%	24,96,353	2,984	99.8806%	0.1194%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3,47,28,636</b>	<b>24,99,337</b>	<b>7.1968%</b>	<b>24,96,353</b>	<b>2,984</b>	<b>99.8806%</b>
<b>Total</b>		<b>11,94,68,551</b>	<b>8,48,39,737</b>	<b>71.0143%</b>	<b>8,11,18,862</b>	<b>37,20,875</b>	<b>95.6142%</b>	<b>4.3858%</b>

Resolution required: (Special)			Re-appointment of Mrs. Anupa Sahney (DIN: 00341721) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	7,72,69,621	7,72,69,621	100.0000%	7,72,69,621	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>7,72,69,621</b>	<b>7,72,69,621</b>	<b>100.0000%</b>	<b>7,72,69,621</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public- Institutions</b>	E-Voting	74,70,294	50,70,779	67.8792%	13,34,320	3736459	26.3139%	73.6861%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>74,70,294</b>	<b>50,70,779</b>	<b>67.8792%</b>	<b>13,34,320</b>	<b>3736459</b>	<b>26.3139%</b>	<b>73.6861%</b>
<b>Public- Non Institutions</b>	E-Voting	3,47,28,636	24,95,803	7.1866%	24,93,560	2,243	99.9101%	0.0899%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>3,47,28,636</b>	<b>24,95,803</b>	<b>7.1866%</b>	<b>24,93,560</b>	<b>2,243</b>	<b>99.9101%</b>	<b>0.0899%</b>
<b>Total</b>		<b>11,94,68,551</b>	<b>8,48,36,203</b>	<b>71.0113%</b>	<b>8,10,97,501</b>	<b>37,38,702</b>	<b>95.5930%</b>	<b>4.4070%</b>

**Notes:**

1. All the aforesaid resolutions have been passed with requisite majority.
2. The voting rights of a shareholder were in proportion to the paid-up equity share capital of the Company as on the cut- off date, i.e., December 20, 2024.
3. No. of shares held under "Public - Non-Institutions" category include shares held in the Unclaimed Suspense Account and by the Investor Education and Protection Fund Authority on which the voting rights are frozen.



# DHRUMIL M. SHAH & CO. LLP

Practising Company Secretaries

Ref: 2181/2024-25

## SCRUTINIZER'S REPORT

[Pursuant to Section 110, 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time]

To,  
**The Chairman,**  
**Borosil Limited**  
**CIN: L36100MH2010PLC292722**  
1101, 11<sup>th</sup> Floor, Crescenzo, G-Block, Plot No C-38,  
Opp. MCA Club, Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051, Maharashtra, India

Dear Sir,

**Sub: Scrutinizer's Report on the remote e-voting conducted for the resolutions set out in the Postal Ballot Notice of Borosil Limited ('the Company') dated December 26, 2024**

I, Dhrumil M. Shah, Partner of Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Borosil Limited ('the Company'), pursuant to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and other applicable laws, rules and regulations, for the purpose of scrutinizing the votes cast by the Members through remote e-voting in respect of the resolutions contained in the Postal Ballot Notice dated December 26, 2024 ('Notice'), in a fair and transparent manner.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules made thereunder; including MCA Circulars and SEBI Listing Regulations relating to remote e-voting on the resolutions contained in the Notice.





My responsibility as a Scrutinizer was restricted to scrutinize the remote e-voting process, in a fair and transparent manner and to prepare a scrutinizer's report of the votes cast in favour and against the resolutions stated in the Notice for ascertaining the requisite majority, based on the verification of data and reports generated from the e-voting system provided by the National Securities Depository Limited ('NSDL'), the service provider engaged by the Company to provide remote e-voting facility to its Members.

The Members of the Company holding shares as on 'cut-off' date as set out in the Notice i.e. **Friday, December 20, 2024**, were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The remote e-voting commenced on 9:00 a.m. (IST) on Friday, December 27, 2024 and concluded at 5:00 p.m. (IST) on Saturday, January 25, 2025.

The votes cast through remote e-voting were unblocked on Saturday, January 25, 2025 after the conclusion of remote e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company. They have signed below in confirmation of the same:

*Shweta*

Shweta Shetty

*Sayali*

Sayali Sawant

Votes casted by the Members through remote e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e., MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited).

I have scrutinized and reviewed the votes cast through remote e-voting and based on the data downloaded from the NSDL's e-voting system, hereby submit the Scrutinizer's Report on e-voting in respect of the following resolutions as under:

**SPECIAL BUSINESS:**

**Item No. 1 - Special Resolution**

Appointment of Mr. Adarsh Menon (DIN: 10805162) as an Independent Director of the Company:

Particulars	Number of Members voted	Number of votes cast by them	% of total number of votes cast
Voted in favour	373	8,48,41,222	99.9962
Voted Against	22	3,216	0.0038
Invalid Votes	0	0	0



### Item No. 2 - Special Resolution

Re-appointment of Mr. Kewal Handa (DIN: 00056826) as an Independent Director of the Company:

Particulars	Number of Members voted	Number of votes cast by them	% of total number of votes cast
Voted in favour	359	8,11,18,619	95.6141
Voted Against	33	37,20,962	4.3859
Invalid Votes	0	0	0

### Item No. 3 - Special Resolution

Re-appointment of Mr. Kanwar Bir Singh Anand (DIN: 03518282) as an Independent Director of the Company:

Particulars	Number of Members voted	Number of votes cast by them	% of total number of votes cast
Voted in favour	362	8,11,18,862	95.6142
Voted Against	31	37,20,875	4.3858
Invalid Votes	0	0	0

### Item No. 4 - Special Resolution

Re-appointment of Mrs. Anupa Sahney (DIN: 00341721) as an Independent Director of the Company:

Particulars	Number of Members voted	Number of votes cast by them	% of total number of votes cast
Voted in favour	356	8,10,97,501	95.5930
Voted Against	34	37,38,702	4.4070
Invalid Votes	0	0	0

Based on the above remote e-voting results, I report that all the resolutions as set out in the Notice have been **passed with requisite majority**.





All electronic data and relevant records relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,



Place : Mumbai  
Date : January 27, 2025

For Dhrumil M. Shah & Co. LLP  
Practising Company Secretaries  
ICSI URN: L2023MH013400  
PRN: 3147/2023

A handwritten signature in blue ink, appearing to read "Dh. M. Shah", with a horizontal line underneath.

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Dhrumil M. Shah  
Partner  
FCS 8021 | CP 8978  
UDIN: F008021F003794201

Countersigned by-  
For Borosil Limited

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Anshu Agarwal  
Company Secretary & Compliance  
Officer