

BOROSIL®**Borosil Limited**

CIN: L36100MH2010PLC292722

Registered & Corporate Office :1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex,
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August 27, 2021

The DCS-CRD BSE Limited Corporate Relationship Department 1 st Floor, New Trading Ringz Rotunda Building, P.J Towers, Dala Street, Mumbai- 4000 001	National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai- 400 051
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Dear Sir/ Madam,

Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - 11th Annual General Meeting of the Company held through Video Conferencing (VC) and/ or Other Audio-Visual Means (OAVM) on August 26, 2021 concluded

Scrip Code: 543212 Symbol: BOROL Series: EQ ISIN: INE02PY01013

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 this is to inform you that the 11th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, August 26th, 2021 at 3:00 p.m. held through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) in accordance with the applicable Circular(s) issued by Ministry of Corporate Affairs (MCA) and SEBI. The meeting concluded at 3:55 p.m.

All the resolutions were passed with requisite majority through remote e-voting and e-voting during the AGM.

The summary of the proceedings is enclosed herewith.

This is for your information & records.

Thanking you,

For Borosil Limited



Manoj Dere

Company Secretary and Compliance Officer

Membership No. FCS 765



Encls: As above

Summary of Proceedings of the 11th Annual General Meeting (AGM) of Borosil Limited held on Thursday, August 26, 2021 at 3:00 p.m.

A. Proceedings in brief

- The 11th Annual General Meeting of Borosil Limited was held on Thursday, August 26, 2021 (IST) through Video Conferencing or Other Audio-Visual Means.
- Shri P.K. Kheruka, Non-Executive Chairman, chaired the Meeting.
- The Chairman after ascertaining the quorum of the Meeting, called the Meeting to order. The Chairman welcomed the Members to the General Meeting.
- 6 Corporate Bodies/LLPs holding 30,41,621 Equity Shares aggregating 2.67% of the paid up share capital of the Company, were represented by their authorised representatives in terms of Section 113 of the Companies Act, 2013, through Video Conferencing.
- 63 Members (other than Corporate Bodies/LLPs) holding 1,62,74,695 Equity Shares were present through video conferencing.
- The Chairman informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.
- The Chairman confirmed that all efforts feasible under the circumstances have been made by the Company, to enable the Members to participate and vote on the items being considered in the meeting in terms of (i)(A)(III) of MCA Circular dated 13th April, 2020.
- He further informed that Mrs. Anupa Sahney, Non-executive Independent Director and Chairman of Audit Committee and Nomination and Remuneration Committee of the Company and Mr. Naveen Kumar Kshatriya, Non-executive Independent Director and Chairman of the Stakeholders Relationship Committee, were also present. He also introduced the other Directors present, namely – Mr. Shreevar Kheruka, Vice Chairman, Managing Director & CEO, Mr. Rajesh Kumar Chaudhary, Whole Time Director, Mr. Kewal Kundanlal Handa Non-executive Independent Director and Mr. Kanwar Bir Singh Anand, Non-executive Independent Director.
- He then acknowledged the presence of Mr. Satish Oza representative of Statutory Auditors, "Pathak H.D. & Associates LLP", Mr. Dhruvil M. Shah, Proprietor of Secretarial Auditor Firm "Dhruvil M. Shah & Co" and Mr. Virendra G. Bhatt, Scrutinizer, who were all attending the Meeting through Video Conferencing.



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- The Chairman informed the Members that there was no proxy facility available for this meeting, as it was dispensed by the MCA.
- The Chairman conveyed to the Members that the Notice of the Meeting was already sent to the Members and therefore was taken as read. The Chairman mentioned that the Auditors Report as well as the Secretarial Auditors Report did not contain any qualification, observation or adverse comment, hence, it was not required to read these reports at the meeting.
- He then went on to address the shareholders and apprise them of the financial position of the Company for the financial year 2020-2021, the impact of COVID-19 on the operations of the business, the role of the subsidiaries in contributing towards the growth of the Company and other initiatives undertaken by the Company.
- Mr. Manoj Dere, Company Secretary, informed that that the following options were provided by the Company to the Members to cast their votes:
 - i) Remote e-Voting through platform of CDSL from Monday August 23, 2021 from 9:00 a.m. to Wednesday, August 25 2020, till 5:00 p.m.;
 - ii) E-voting during the AGM

He further informed that Mr. Virendra G Bhatt, Practicing Company Secretary, was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and they would hand over the combined report on the voting within two working days of the conclusion of the AGM.

- The following items of business as set out in the Notice of the 11th Annual General Meeting were commended for member's post consideration and approval:

Serial No.	Particulars	Type of Resolution	Mode of Voting
1.	Consideration and Adoption of Audited Financial Statements of the year ended March 31,2021, the reports of the Board of Directors and Auditor thereon and the audited consolidated financial statements of the Company for the financial year ended March 31,2021 and Auditors Report thereon.	Ordinary	Through remote e-voting and e-voting during the AGM
2.	Declaration of Dividend of Re.1/- on 11,41,19,467 Equity Shares of Re.1/- each for the year ended 31 st March,2021, subject to deduction of	Ordinary	Through remote e-voting and e-voting during the AGM



Manoj Dere

	tax at source.		
3.	Re-appointment Mr. P. K Kheruka (DIN 00016909) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Through remote e-voting and e-voting during the AGM
4.	Appointment of Statutory Auditors, M/S Chaturvedi and Shah LLP, Chartered Accountants (ICAI Firm Registration No. 101721W/W10035)	Ordinary	Through remote e-voting and e-voting during the AGM
5.	Amendment of the 'Borosil Limited-Employee Stock Option Scheme-2020' to increase the maximum vesting period from 3 years to 5 years	Special	Through remote e-voting and e-voting during the AGM
6.	Alteration in the Articles of Association by substituting Article 111: Waiver of Dividend, to enable the Company to implement any instruction of a Member(s) to waive/forgo their right of dividend for any financial year.	Special	Through remote e-voting and e-voting during the AGM

- The Chairman then informed that the Company had provided the facility to the Members to register themselves in advance within the time prescribed in the notice of the AGM, by sending a request from their registered email ID to express their views and ask questions during the AGM. The Company had received registrations from 6 (six) members as speakers. However, only 3 (three) members spoke, whose queries were replied by the Chairman and Mr. Shreevar Kheruka, Managing Director & CEO of the Company.
- The Chairman informed that those Members who have not voted through remote e-voting, may cast their votes during the next 15 minutes, after which the meeting would stand concluded and subsequently thanked the Members.
- The Company Secretary was authorised to receive the voting results from Scrutinizer and intimate the same to the Stock Exchanges.
- The Meeting concluded at 3.55 p.m, [including the time allowed for e-voting at the AGM]



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- After the completion of the voting and after examination of the votes, the Scrutinizer submitted his Report. As per the Report dated 26th August, 2021 all the Resolutions set out in the Notice of the 11th AGM have been approved by the shareholders with requisite majority.

B. Voting by Members

- The Company had facilitated the use of remote e-voting facility to its Members to cast votes electronically on all 6 items of business set out in the Notice.
- The facility to vote at the Meeting, on all business items, through electronic voting was also made available in the last 15 minutes of the Meeting, for the Members who participated in the voting and had not cast their votes through remote e-voting.

For Borosil Limited



Manoj Dere



Company Secretary and Compliance Officer

Membership No. FCS 7652