



Vivek Surana & Associates
Practicing Company Secretaries

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REPORT OF SCRUTINIZER

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
32nd Annual General Meeting of Bhaskar Agrochemicals Limited
Plot No. 73, Western Homes, 3rd Floor,
Kavuri Hills, Phase – II, Jubilee Hills,
Hyderabad-500 033,
Telangana.

Sub: 32nd Annual General Meeting of Equity Shareholders of the Company held on Tuesday, the 29th day of September, 2020 at 10:30 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OVAM).

Dear Sir,

I, Vivek Surana, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of **M/s. Bhaskar Agrochemicals Limited** ("The Company") for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014 and (Amendment Rules, 2015) in respect of the below resolutions proposed at the 32nd Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, the 29th day of September, 2020 at 10:30 a.m. through Video Conferencing (VC) which concluded at 10.57 a.m., submit my report as under:

1. In compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the 32nd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM are conducted in a fair and



transparent manner and render Consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to Chairman on the resolutions.

2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by Central Depository Services (India) Limited (CDSL).
3. In accordance with the Notice of the 32nd Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to the Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, (Amendment Rules, 2015) on September 06, 2020 the remote e-voting opened at 09:00 a.m. on 26th September, 2020 and remained open up to 5.00 p.m. on 28th September, 2020.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The equity shareholders holding shares as on 22.09.2020, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 32nd Annual General Meeting of the Company.
6. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL has been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Depository Services (India) Limited (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31st, 2020, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

(i) Voted in **favour** of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	42	3417089	100
Electronic voting (e-voting) during the AGM	-	-	-
Total	42	3417089	100

(ii) Voted **against** the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting) during the AGM	-	-	-
Total	-	-	-

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
-	-



Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mrs. P. Rajyalakshmi (DIN: 00353832) who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in **favour** of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	42	3417089	100
Electronic voting (e-voting) during the AGM	-	-	-
Total	42	3417089	100

(ii) Voted **against** the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting) during the AGM	-	-	-
Total	-	-	-

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
-	-



Resolution No. 3: Special Resolution

Re-appointment of and revision in remuneration payable to Sri. Pattabhi Rama Rao (DIN: 00353641) as Chairman and Managing Director.

(i) Voted in **favour** of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	36	176575	100
Electronic voting (e-voting) during the AGM	-	-	-
Total	36	176575	100

(ii) Voted **against** the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting) during the AGM	-	-	-
Total	-	-	-

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
-	-



Resolution No. 4: Ordinary Resolution

Re-appointment of and revision in remuneration payable to Sri. P. Praveen Kumar (DIN: 00353720) as Joint Managing Director and CFO.

(i) Voted in **favour** of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	36	176575	100
Electronic voting (e-voting) during the AGM	-	-	-
Total	36	176575	100

(ii) Voted **against** the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting) during the AGM	-	-	-
Total	-	-	-

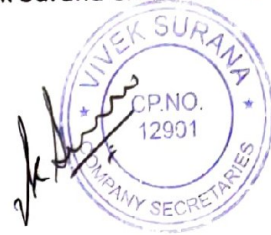
(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
-	-



9. All electronic data and relevant records of voting will remain in my custody until the Chairman consider, approves and signs the minutes of the 32nd Annual General Meeting and same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

For Vivek Surana & Associates



Date: 29.09.2020

Place: Hyderabad

UDIN : A024531B000802473

Vivek Surana

Proprietor

M. No: A24531, CP No. 12901