

To,
The Chairman of the Meeting
BODAL CHEMICALS LIMITED
Ahmedabad

Dear Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 33rd Annual General Meeting of members of the Bodal Chemicals Limited held on 20th September, 2019.

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Bodal Chemicals Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 33rd Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 13th August, 2019 of AGM of the Equity Shareholders of the Company, held on 20th September, 2019 at 11.00a.m. at ATMA Auditorium, Opp. Old RBI Office, Ashram Road, Ahmedabad -380 009.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through ballot process.

Following resolutions were carried out by the Company at the AGM;

- i. **Ordinary Resolution:** To consider and adopt the Standalone financial statement of the Company for the financial year ended on 31st March, 2019 and Reports of the Board of Directors' and Auditors' thereon; and Consolidated financial statement of the Company for the financial year ended on 31st March, 2019 and the reports of Auditors thereon.
- ii. **Ordinary Resolution:** To declare dividend Re. 0.80 (40% on FV of Rs. 2/-) on equity shares for the financial year 2018-19.



- iii. **Ordinary Resolution:** To appoint a Director in place of Mr. Bhavin S. Patel (Holding DIN: 00030464), who retires by rotation and being eligible offers himself for reappointment
- iv. **Ordinary Resolution:** To appoint Statutory Auditors and to determine their remuneration
- v. **Ordinary Resolution:** To ratify remuneration of Cost auditors.
- vi. **Special Resolution:** To re-appoint Mr. Ankit S. Patel (DIN: 02173231) as an executive Director of the Company
- vii. **Special Resolution:** To make revision of salary structure of Mr. Suresh J. Patel, as a Chairman and Managing Director of the company.
- viii. **Special Resolution:** To make revision of salary structure of Mr. Bhavin S. Patel, Executive Director of the Company.
- ix. **Special Resolution:** To appoint Mr. Kishorkumar Radadia as a Director-HSE of the Company
- x. **Special Resolution:** To appoint Mr. Ram Prasad Srivastava (DIN : 02227457) as an Independent Director of the Company for a period of five years
- xi. **Ordinary Resolution:** To keep and maintain Company's Registers required to be maintained under Section 94 and copies of Annual Return under section 92 of the Companies Act 2013 or any one or more of them, at a place other than Company's Registered Office.
- xii. **Special resolution:** To decide Borrowing Limits of the Company.
- xiii. **Special resolution:** To create such Charges and/or Mortgages and/or Hypothecation on Borrowing Limits of the Company.

I hereby report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 16th August 2019, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on 23rd August, 2019 and
 - B. by Courier to Members in physical form on or before 23rd August, 2019




2. The Company has also placed the Notice of 33rdAGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
 - a. The Economic Times (Vernacular Language -Gujarati) on 29thAugust, 2019 and
 - b. The Economic Times (English Language) on 29th August, 2019.
4. The Shareholders holding Shares as on the "Cut off" date, i.e.13th September, 2019 were entitled to vote through remote-evoting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days from 9.00 a.m. on Tuesday, 17th September, 2019 to 05.00 p.m. on Thursday, 19th September, 2019 and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary Resolutions and Special Resolutions, on remote e-voting platform provided by Central Depository Services Limited (CDSL).
6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Friday, the 20th day of September, 2019 around 12:15 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Ms. Kalgı Joshi and Ms. Khushbu Nagarbandhara who are not in employment of the Company.
8. There were no ballot papers kept separately and considered in the voting results as invalid votes.
9. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 33rdAnnual General Meeting held on, 20thSeptember, 2019 is annexed herewith.
10. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.



11. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad
 Date : 20th September, 2019

Signature: 
 Name of Company Secretary: TAPAN SHAH
 C.P.No.: 2839
 UDIN : F004476A000012660

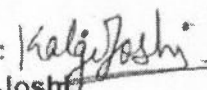



Declaration

We, the undersigned witnesseth that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the CDSL website (www.evotingindia.com) in our presence at 12:15 p.m. on 20th September, 2019 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad
 Date :20th September, 2019

Witness 1: 
 Ms. Kalgi Joshi
 15, HariKrupa Soc.,
 Narayanagar Road,
 Ahmedabad-380007

Witness 2: 
 Ms. Khushbu Nagarbandhara
 22, Krishnapark,
 Nr. Punitnagar,
 Ghodasar- 380050

Countersigned by
 For Bodal Chemicals Limited


 Chairman

Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Annexure

Resolution 1 - To consider and adopt the Standalone financial statement of the Company for the financial year ended on 31st March,2019 and Reports of the Board of Directors' and Auditors' thereon; and Consolidated financial statement of the Company for the financial year ended on 31st March,2019 and the reports of Auditors' thereon. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	112	123	2604	86534341	86536945	100.000
Assent	11	106	117	2604	86528326	86530930	99.993
Dissent	0	6	6	0	6015	6015	0.007
Total	11	112	123	2604	86534341	86536945	100.000

Resolution 2 -To declare dividend Rs. 0.80 (40% on FV of Rs. 2/-) on equity shares for the financial year 2018-19. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	11	112	123	2604	86558958	86561562	100.000
Dissent	0	1	1	0	100	100	0.000
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 3 - To appoint a Director in place of Mr. Bhavin S. Patel (Holding Din: 00030464), who retires by rotation and being eligible offers himself for reappointment. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	11	91	102	2604	85108540	85111144	98.324
Dissent	0	22	22	0	1450518	1450518	1.676
Total	11	113	124	2604	86559058	86561662	100.000



Resolution 4 -To Appoint Statutory Auditors and to determine their remuneration. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	10	101	111	2587	84073167	84075754	97.128
Dissent	1	12	13	17	2485891	2485908	2.872
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 5 - To ratify remuneration of Cost auditors. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	10	103	113	2587	86549883	86552470	99.989
Dissent	1	10	11	17	9175	9192	0.011
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 6 -To re-appoint Mr. Ankit S. Patel (DIN: 02173231) as an executive Director of the Company. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	11	93	104	2604	76874044	76876648	88.811
Dissent	0	20	20	0	9685014	9685014	11.189
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 7 -To make revision of salary structure of Mr. Suresh J. Patel, Chairman and Managing Director of the Company -Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	11	92	103	2604	76868544	76871148	88.805
Dissent	0	21	21	0	9690514	9690514	11.195
Total	11	113	124	2604	86559058	86561662	100.000



Resolution 8 -To make revision of salary structure of Mr. Bhavin S. Patel, Executive Director of the Company. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	10	92	102	2587	76868544	76871131	88.805
Dissent	1	21	22	17	9690514	9690531	11.195
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 9 - To appoint Mr. Kishorkumar Radadia as a Director – HSE of the Company. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Papers	E-Votes	Total	Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	11	103	114	2604	86549393	86551997	99.989
Dissent	0	10	10	0	9665	9665	0.011
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 10 -To appoint Mr. Ram Prasad Srivastava (DIN : 02227457) as an Independent Director of the Company for a period of five years. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	11	104	115	2604	86549873	86552477	99.989
Dissent	0	9	9	0	9185	9185	0.011
Total	11	113	124	2604	86559058	86561662	100.000

Resolution 11 - To Maintaining and keeping the Company's registers required to be maintained under the Section 94 of the Companies Act, 2013 and copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at a place other than Company's Registered Office. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling	E-Votes	Total	Polling	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	10	105	115	2587	86550043	86552630	99.990
Dissent	1	8	9	17	9015	9032	0.010
Total	11	113	124	2604	86559058	86561662	100.000



Resolution 12 - To decide Borrowings Limit of the Company. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Papers	E-Votes	Total	Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	10	97	107	2587	79290864	79293451	91.603
Dissent	1	16	17	17	7268194	7268211	8.397
Total	11	113	124	2604	86559058	86561662	100.000

**Resolution 13 - To create such Charges and/or Mortgages and/or Hypothecation on Borrowing Limits of the Company-
Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Papers	E-Votes	Total	Papers	E-Votes	Total	
Received	11	113	124	2604	86559058	86561662	100.000
Assent	10	102	112	2587	86549561	86552148	99.989
Dissent	1	11	12	17	9497	9514	0.011
Total	11	113	124	2604	86559058	86561662	100.000

Thanking You
Your Faithfully




Tapan Shah
C.P. No.: 2839

