



## BHATIA COLOUR CHEM LIMITED

CIN: L24290GJ2021PLC127878

Regd Office: Plot No.A/2/12, Road No. 1, Udhana Udyog Nagar Sangh Udhna Surat  
394210

Mob No.9104294564

Email Id: [cs@bccindia.com](mailto:cs@bccindia.com)

Weblink: [www.bccl.info](http://www.bccl.info)

Date: 29/08/2024

To,

**BSE LIMITED**

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai- 400 001.

**Scrip ID/ Code/ISIN** : BCCL/543497/ INE0KQ001017

**Subject** : Voting Results of 03<sup>rd</sup> Annual General Meeting of the Company held on 27<sup>th</sup> August, 2024

**Reference No.** : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the 03<sup>rd</sup> Annual General Meeting of the members of Bhatia Colour Chem Limited held on Tuesday, 27<sup>th</sup> August, 2024 at the Registered office of the company situated at Plot No. A/2/12, Road No. 1, Udhana Udyog Nagar Sangh Udhna Surat 394210 at 02:00 P.M. (IST).

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated 29<sup>th</sup> August, 2024 is also enclosed herewith.

We further wish to inform you that based on the Scrutinizer's Report, all the resolutions set out in the notice of the AGM have been duly approved by the shareholders with requisite majority.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

**For Bhatia Colour Chem Limited**

**Vishwa Ronak Patel**

Company Secretary & Compliance Officer

M. No.: A67342

Place: Surat

Encl: Voting Result  
Scrutinizer Report

## Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

---

BHATIA COLOUR CHEM LIMITED | 03<sup>rd</sup> Annual General Meeting | 27<sup>th</sup> August, 2024

Date of AGM	27 <sup>th</sup> August, 2024
Book Closure Date	Wednesday, 21 <sup>st</sup> August, 2024 to Tuesday, 27 <sup>th</sup> August, 2024
Total Number of Shareholders as on cut off date: (20 <sup>th</sup> August, 2024, cut-off date for E-voting)	420
Number of shareholders present in meeting either in person or through proxy:	
Promoters & Promoter Group	7
Public	3
Number of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	<b>No video conferencing facility was made available to the shareholders.</b>
Public	

## Agenda-wise

Given below is the agenda wise combined result of Remote E-voting and Voting at the meeting.

### ORDINARY BUSINESS

#### Resolution No. 1:

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2024 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS & AUDITORS' THEREON. (Ordinary Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandin g 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
Promoter & Promoter Group	E-voting	5608750	0	0	0	0	0	0
	Poll		5608750	100%	5608750	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		5608750	5608750	100%	5608750	0	100%
Public - Institution	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	6625000	454400	6.86%	454400	0	100%	0
	Poll		1062500	16.04%	1062500	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		6625000	1516900	22.90%	1516900	0	100%
Total		12233750	7125650	58.25%	7125650	0	100%	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

This Resolution is passed as an Ordinary Resolution.

**Resolution No. 2:**

**TO APPOINT A DIRECTOR IN PLACE OF MR. RAVI ASHOKKUMAR BHATIA, WHOLE-TIME DIRECTOR (DIN:09431186), LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT. (Ordinary Resolution)**

Promoter/ Public	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
Promoter & Promoter Group	E-voting	5608750	0	0	0	0	0	0
	Poll		5608750	100%	5608750	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		5608750	5608750	100%	5608750	0	100%
Public - Institution	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	6625000	454400	6.86%	454400	0	100%	0
	Poll		1062500	16.04%	1062500	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		6625000	1516900	22.90%	1516900	0	100%
Total		12233750	7125650	58.25%	7125650	0	100%	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

This Resolution is passed as an Ordinary Resolution.

## SPECIAL BUSINESS

### Resolution No. 3:

#### **TO RATIFY THE REMUNERATION OF COST AUDITOR FOR THE FINANCIAL YEAR 2024-25. (Ordinary Resolution):**

Promoter/ Public	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
Promoter & Promoter Group	E-voting	5608750	0	0	0	0	0	0
	Poll		5608750	100%	5608750	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		5608750	5608750	100%	5608750	0	100%
Public - Institution	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	6625000	454400	6.86%	454400	0	100%	0
	Poll		1062500	16.04%	1062500	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		6625000	1516900	22.90%	1516900	0	100%
Total		12233750	7125650	58.25%	7125650	0	100%	0

<b>Details of Invalid votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

This Resolution is passed as an Ordinary Resolution.

**Resolution No. 4:****TO CONSIDER THE INCREASE IN REMUNERATION OF MR. BHARAT BRIJLAL BHATIA (DIN: 09095082), MANAGING DIRECTOR OF THE COMPANY (Special Resolution)**

Promoter/ Public	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
Promoter & Promoter Group	E-voting	5608750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		5608750	0	0	0	0	0
Public - Institution	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	6625000	454400	6.86%	454400	0	100%	0
	Poll		1062500	16.04%	1062500	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		6625000	1516900	22.90%	1516900	0	100%
Total		12233750	1516900	12.40%	1516900	0	100%	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

This Resolution is passed as a Special Resolution.

**Resolution No. 5:**

**TO CONSIDER THE INCREASE IN REMUNERATION OF MR. RAMESHCHAND CHANDURAM BHATIA (DIN: 09431185), WHOLE TIME DIRECTOR OF THE COMPANY (Special Resolution)**

Promoter/ Public	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
Promoter & Promoter Group	E-voting	5608750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		5608750	0	0	0	0	0
Public - Institution	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	6625000	454400	6.86%	454400	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		1062500	16.04%	1062500	0	100%	0
	Total		6625000	1516900	22.90%	1516900	0	100%
Total		12233750	1516900	12.40%	1516900	0	100%	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

This Resolution is passed as a Special Resolution.

**Resolution No. 6:****TO CONSIDER AND APPROVAL OF RELATED PARTY TRANSACTION (Special Resolution)**

Promoter/ Public	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
Promoter & Promoter Group	E-voting	5608750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		5608750	0	0	0	0	0
Public - Institution	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	6625000	454400	6.86%	454400	0	100%	0
	Poll		1062500	16.04%	1062500	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	Total		6625000	1516900	22.90%	1516900	0	100%
Total		12233750	1516900	12.40%	1516900	0	100%	0

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

This Resolution is passed as a Special Resolution.

For **Bhatia Colour Chem Limited**

**Bharat Brijlal Bhatia**  
**Managing Director**  
**DIN: 09095082**

Place: Surat





## SCRUTINIZER'S REPORT

To  
The Chairman  
**BHATIA COLOUR CHEM LIMITED**  
CIN: L24290GJ2021PLC127878  
For 03<sup>rd</sup> Annual General Meeting of the members of  
held on 27<sup>th</sup> August, 2024  
at Registered Office Plot No. A/2/12, Road No. 1,  
Udhana Udyog Nagar Sangh Udhna Surat-394210  
At 02.00 P.M.

Dear Sir,

### **Sub.: Scrutinizer's report on E voting**

1. I, Ranjit Binod Kejriwal, a Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of Bhatia Colour Chem Limited for the purpose of scrutinizing the remote e-voting along with Polling Paper at AGM and ascertaining the requisite majority on remote e-voting / Ballot process carried out as per the provisions of section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the 03<sup>rd</sup> Annual General Meeting (AGM) of the members of the company, held at Registered Office of the company on Tuesday, 27<sup>th</sup> day of August, 2024 at 02.00 P.M.
2. At the 03<sup>rd</sup> AGM of the Company held on Tuesday, 27<sup>th</sup> day of August, 2024, the company has also provided facility for Polling Paper during the AGM to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the AGM has appointed me as the Scrutinizer for the same.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and on the resolutions contained in the Notice to the 03<sup>rd</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the voting process at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency to provide e-voting facilities and the polling papers received.
4. Further to the above, I submit my reports as under:
  - i. The e-voting period remained open from 24<sup>th</sup> August, 2024 at 9.00 a.m. to 26<sup>th</sup> August, 2024 at 5.00 p.m.
  - ii. The members of the Company as on the "cut-off" date i.e. 20<sup>th</sup> August, 2024 were entitled to vote on the resolutions (item No. 01 to 06 as set out in the notice of the 03<sup>rd</sup> AGM of the Company).
  - iii. The votes cast were unblocked on 29<sup>th</sup> August, 2024 at 09:59 a.m. in the presence of 2 (Two) witnesses namely **Mr. Pioush Tiwari** and **Ms. Neha Somani** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Name: Mr. Pioush Tiwari

Name: Ms. Neha Somani

- iv. Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for"/ "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com/>.
- v. The combined result of remote e-voting and voting through polling paper is as under:

**RESOLUTION NO. 1:**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2024 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS' & AUDITORS' THEREON. (ORDINARY RESOLUTION)**

**"RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2024 together with the report of the Board of Directors and report of the Statutory Auditor thereon, as circulated to the shareholders, be and are hereby considered and adopted."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	13	454400	13	454400	0	0	0	0
At AGM	8	6671250	8	6671250	0	0	0	0
<b>Total</b>	<b>21</b>	<b>7125650</b>	<b>21</b>	<b>7125650</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

This resolution is passed as an Ordinary resolution.

**RESOLUTION NO. 2:**

**TO APPOINT A DIRECTOR IN PLACE OF MR. RAVI ASHOKKUMAR BHATIA, WHOLE-TIME DIRECTOR (DIN: 09431186) LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT. (ORDINARY RESOLUTION)**

**"RESOLVED THAT** in accordance with the provision of Section 152(6) and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Ravi Ashokkumar Bhatia, Whole-time Director (DIN: 09431186), who retires by rotation at this annual general meeting, be and is hereby reappointed as director of the Company, liable to retire by rotation."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	13	454400	13	454400	0	0	0	0
At AGM	8	6671250	8	6671250	0	0	0	0
<b>Total</b>	<b>21</b>	<b>7125650</b>	<b>21</b>	<b>7125650</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

This resolution is passed as an Ordinary resolution.

**SPECIAL BUSINESS**

**RESOLUTION NO. 3**

**TO RATIFY THE REMUNERATION OF COST AUDITOR FOR THE FINANCIAL YEAR 2024-25. (ORDINARY RESOLUTION)**

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Statement annexed to the Notice convening this Meeting, to be paid to the **M/s V.M. Patel & Associates, Practising Cost Accountants (Firm Registration No. 101519)** appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year 2024-25, be and is hereby ratified.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	13	454400	13	454400	0	0	0	0
At AGM	8	6671250	8	6671250	0	0	0	0
<b>Total</b>	<b>21</b>	<b>7125650</b>	<b>21</b>	<b>7125650</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**This resolution is passed as an Ordinary resolution.**

**RESOLUTION NO. 4**

**TO CONSIDER THE INCREASE IN REMUNERATION OF MR. BHARAT BRIJLAL BHATIA (DIN: 09095082), MANAGING DIRECTOR OF THE COMPANY. (SPECIAL RESOLUTION)**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 & 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), pursuant to recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company, be and is hereby accorded to increase remuneration of Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director of the Company.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director, shall be as under:

Remuneration: Rs. 4,00,000/- (Rupees Four Lakhs Only) per month inclusive of all perquisite.

**RESOLVED FURTHER THAT** the consent and ratification of the Members of the Company be and is hereby accorded that Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director of the Company be paid remuneration by way of salary, perquisites and allowances upto a maximum of Rs. 4,00,000/- (Rupees Four lacs only) per month as minimum remuneration for the remaining period in case the Company has no profits or its profit are inadequate.

**RESOLVED FURTHER THAT** the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

**RESOLVED FURTHER THAT** except for the aforesaid revision in salary, all other terms and conditions of his appointment as Managing Director of the Company, as approved by the Board resolution passed at the Board Meeting held on 21<sup>st</sup> January, 2022 shall remain unchanged.

**RESOLVED FURTHER THAT** the Board of Director or the Company Secretary thereof be and are hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of attachment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	13	454400	13	454400	0	0	0	0
At AGM	1	1062500	1	1062500	0	0	0	0
<b>Total</b>	<b>14</b>	<b>1516900</b>	<b>14</b>	<b>1516900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**This resolution is passed as a Special resolution.**

**RESOLUTION NO. 5**

**TO CONSIDER THE INCREASE IN REMUNERATION OF MR. RAMESHCHAND CHANDURAM BHATIA (DIN: 09431185), WHOLE TIME DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION)**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 & 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), pursuant to recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company, be and is hereby accorded to increase remuneration of Mr. Rameshchand Chanduram Bhatia (DIN: 09431185), Whole Time Director of the Company.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Rameshchand Chanduram Bhatia (DIN: 09431185), Whole Time Director, shall be as under:

Remuneration: Rs. 4,00,000/- (Rupees Four Lakhs Only) per month inclusive of all perquisite.

**RESOLVED FURTHER THAT** the consent and ratification of the Members of the Company be and is hereby accorded that Mr. Rameshchand Chanduram Bhatia (DIN: 09431185), Whole Time Director of the Company be paid remuneration by way of salary, perquisites and allowances upto a maximum of Rs. 4,00,000/- (Rupees Four lacs only) per month as minimum remuneration for the remaining period in case the Company has no profits or its profit are inadequate.

**RESOLVED FURTHER THAT** the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

**RESOLVED FURTHER THAT** except for the aforesaid revision in salary, all other terms and conditions of his appointment as Whole Time Director of the Company, as approved by the Board resolution passed at the Board Meeting held on 21<sup>st</sup> January, 2022 shall remain unchanged.

**RESOLVED FURTHER THAT** the Board of Director or the Company Secretary thereof be and are hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of attachment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	13	454400	13	454400	0	0	0	0
At AGM	1	1062500	1	1062500	0	0	0	0
<b>Total</b>	<b>14</b>	<b>1516900</b>	<b>14</b>	<b>1516900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**This resolution is passed as a Special resolution.**

**RESOLUTION NO. 6****TO CONSIDER AND APPROVAL OF RELATED PARTY TRANSACTION (S). (SPECIAL RESOLUTION)**

**“RESOLVED THAT** pursuant to Section 188 of the Companies Act, 2013 (“Act”) read with Rules made there under, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with entities falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the course of the business on such material terms and conditions as detailed in the below mentioned table, the explanatory statement and as may be mutually agreed between related parties and the Company, for each of the financial years (FY), such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as specified under each category for each financial year, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out in the ordinary course of business of the Company and in respect of transactions with related parties under Section 2(76) of the Act, are at arm’s length basis.

**RESOLVED FURTHER THAT** consent of the members of the Company be and is hereby accorded to enter into and/or continue to enter into contract(s)/arrangement(s)/ transaction(s) with Mr. Bharat Bhatia, Managing Director and M/s Vapchem, partnership firm of the Mr. Bharat Bhatia, Managing Director, the details of which are tabled hereunder, on such terms and conditions as approved by the Board of Directors/Audit Committee of the Company.

SN	Description	Related Party 1		
1.	Name of the related party	Bharat Brijlal Bhatia		
2.	Nature of relationship	Managing Director		
3.	Type and Particulars of the proposed transaction	Acquiring of Unsecured Loan and Payment of Interest thereof	Purchase	Sales
4.	Nature, Duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	1. Loan will be acquired for not more than Rs. 20 crores and will be repayable on demand 2. Interest will be paid at interest rate upto 9% p.a. till the loan subsist	The Company undertakes transaction of purchase and sales in the normal course of business of amount not exceeding Rs. 100 crores on terms and conditions that are generally prevalent in the industry segments that the company operates in.	
5.	Tenure of the transaction	Loan will be repayable on demand	Contracts/arrangements with a duration upto 10 years	
SN	Description	Related Party 2		
1.	Name of the related party	M/s Vapchem, Partnership firm		
2.	Nature of relationship	Mr. Bharat Brijlal Bhatia, Managing Director is a Partner		
3.	Type and Particulars of the	Acquiring of Unsecured	Purchase	Sales

	proposed transaction	Loan and Payment of Interest thereof			
4.	Nature, Duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	1. Loan will be acquired for not more than Rs. 20 crores and will be repayable on demand 2. Interest will be paid at interest rate upto 9% p.a. till the loan subsist	The Company undertakes transaction of purchase and sales in the normal course of business of amount not exceeding Rs. 100 crores on terms and conditions that are generally prevalent in the industry segments that the company operates in.		
5.	Tenure of the transaction	Loan will be repayable on demand	Contracts/arrangements with a duration upto 10 years		

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as maybe required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	13	454400	13	454400	0	0	0	0
At AGM	1	1062500	1	1062500	0	0	0	0
<b>Total</b>	<b>14</b>	<b>1516900</b>	<b>14</b>	<b>1516900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**This resolution is passed as a Special resolution.**

Thanking You,  
Yours faithfully,

**Ranjit Binod Kejriwal**  
Practicing Company Secretary  
Membership No. 6116  
CP No. 5985

Place: Surat  
Date: 29/08/2024  
UDIN: F006116F001071477