



# BHANSALI ENGINEERING POLYMERS LIMITED

CIN : L27100MH1984PLC032637

Registered Office : 401, 4th Floor, Peninsula Heights, C. D. Barfiwala Road, Andheri (West), Mumbai - 400 058.

Tel. : (91-22) 2621 6060/61/62/63/64 • Fax : (91-22) 2621 6077 • E-mail : abstron@bhansaliabs.com • Website : www.bhansaliabs.com

**BEPL/SEC/2020/151**

**February 5, 2020**

<p>To The Manager <b>The BSE Limited</b> Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street; Mumbai 400001</p> <p>Security Code: <b>500052</b></p>	<p>To <b>The National Stock Exchange of India Ltd.</b> Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.</p> <p>Security Code: <b>BEPL</b></p>
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**Sub: Forwarding of Postal Ballot Notice**

Dear Sir/Madam,

This is further to our letter having reference no. BEPL/SEC/2020/145 dated January 27, 2020, informing the Stock Exchanges about the approval of Board of Directors of the Company for the proposed Re-appointment of Ms. Jasmine F. Batliwalla (DIN: 00340273) as Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f March 30, 2020. Enclosed is the copy of the Postal Ballot Notice and Postal Ballot Form with regards to the said proposal.

The Postal Ballot Notice has been sent to all the members whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, January 31, 2020 (being the cut-off date).

The Postal Ballot Notice and the Postal Ballot form are also available on the website of the Company [www.bhansaliabs.com](http://www.bhansaliabs.com).

Kindly take the same on record.

Thanking you,

Yours faithfully,

**FOR BHANSALI ENGINEERING POLYMERS LIMITED**



**Ashwin M. Patel**  
Company Secretary and GM (Legal)



Encl: as above



## BHANSALI ENGINEERING POLYMERS LIMITED

**Regd. Off.:** 401, 4<sup>th</sup> Floor, Peninsula Heights, C.D. Barfiwala Road, Andheri (West), Mumbai - 400 058

Tel No.:022-26216060 | Fax No.:022-26216077

E-mail Id: investors@bhansaliabs.com | Website: www.bhansaliabs.com

CIN: L27100MH1984PLC032637

### POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members of  
Bhansali Engineering Polymers Limited

Notice is hereby given that pursuant to Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), as amended from time to time, including any statutory modification(s) or re-enactment thereof, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations, 2015**") and other applicable laws and regulations, if any, that the Company is seeking consent / approval of the Members of the Company for the following resolution, to be passed through Postal Ballot including voting by electronic means ("**E-voting**"):

- Re-appointment of Ms. Jasmine F. Batliwalla (DIN: 00340273) as Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f March 30, 2020;

The Explanatory Statement, pursuant to Section 102 of the Act, pertaining to said resolution setting out the material facts and the reasons thereof, is annexed along with the Postal Ballot Notice, for your consideration.

The Board of Directors at their meeting held on January 27, 2020, in compliance with Rule 22 (5) of the Companies (Management and Administration) Rules, 2014, appointed Mr. Himanshu S. Kamdar (Membership no. FCS 5171), Partner of M/s. Rath & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinizer for conducting the Postal Ballot and E-voting process in a fair and transparent manner.

In compliance with Section 108 and 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide its Members with the facility to exercise their right to vote on the resolution appended to this Notice by electronic means instead of physical submission of the Postal Ballot Form to the Scrutinizer. For this purpose, the Company has availed electronic voting platform of Link Intime India Private Limited ("**LI IPL**") for facilitating E-voting to the Members of the Company through their E-voting platform i.e. Insta VOTE platform. The instructions for E-voting are provided hereunder:

The E-voting facility is available at the link: <https://instavote.linkintime.co.in> from 9.30 a.m. onwards on Friday, February 7, 2020 till Saturday, March 7, 2020 up to 5.00 p.m. Please refer to the instructions given for E-voting at the end of this Notice for the purpose and the manner in which E-voting has to be carried out.

Members opting to vote through physical mode i.e., sending the Postal Ballot Form are requested to carefully read the instructions printed on the Postal Ballot Form sent herewith and return the form duly completed and signed in the attached self-addressed postage prepaid envelope so as to reach the Scrutinizer on or before the close of working hours i.e., 5.00 p.m. on Saturday, March 7, 2020, failing which it will be treated as if no reply has been received from the concerned Member(s). Please note that any Postal Ballot Form(s) received after the said date will be treated as invalid.

The Scrutinizer, after completion of scrutiny of the votes received, will submit his report to the Chairman or a person authorized by him in writing. The results of the said voting will be declared in accordance with the provisions of Section 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 on Monday, March 9, 2020 at the Registered Office of the Company. The results of Postal Ballot will be displayed on the Company's website [www.bhansaliabs.com](http://www.bhansaliabs.com) and will be communicated to the National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**"), where the Equity Shares of the Company are listed. The results of the Postal Ballot will also be displayed at the Registered Office of the Company. The resolution if passed by requisite majority, shall be deemed to have been passed on the last date of receipt of duly completed Postal Ballot Form or E-voting i.e. Saturday, March 7, 2020.

### SPECIAL BUSINESS:

**Re-appointment of Ms. Jasmine F. Batliwalla (DIN: 00340273) as Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f March 30, 2020**

To consider and if thought fit, to give assent or dissent to the following resolution proposed to be passed as **Special Resolution**:

**"RESOLVED THAT**, pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with applicable rules made there under, Schedule IV of the Act, Regulation 16 (1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory amendment(s) or modification(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force) and based on the recommendation of the Nomination and

Remuneration Committee and approval of the Board of Directors vide resolution dated January 27, 2020, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing her candidature for the office of a Director of the Company, Ms. Jasmine F. Batliwalla (DIN: 00340273) be and is hereby re-appointed as a Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f. March 30, 2020 to March 29, 2025;

**RESOLVED FURTHER THAT**, pursuant to the provisions of Sections 149, 197 and other applicable provisions, if any, of the Act read with rules made there under (including any statutory amendment(s) or modification(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force), Ms. Jasmine F. Batliwalla (DIN: 00340273), be paid such fees and commission, if any, as the Board of Directors or the Nomination and Remuneration Committee may approve from time to time which shall however be subject to the limits prescribed in the Act from time to time;

**RESOLVED FURTHER THAT**, any Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper, expedient or incidental for giving effect to the said resolution."

**Registered office:**  
401, 4<sup>th</sup> Floor, Peninsula Heights,  
C.D. Barfiwala Road, Andheri (West)  
Mumbai – 400 058.

**By order of the Board of Directors of  
Bhansali Engineering Polymers Limited**

Place Mumbai  
Date: January 27, 2020

**Ashwin M. Patel**  
**Company Secretary**  
Membership No. – A 22925

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts and reasons for the proposal is annexed hereto.
2. Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members on Friday, January 31, 2020 ("**Cut-off date**"). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Company's Registrar and Share Transfer Agent as on the Cut-off date will be entitled to cast their votes by Postal Ballot Form or E-voting.
3. The Postal Ballot Notice along with the Postal Ballot Form is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has registered for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode along with postage pre-paid self-addressed Business Reply Envelope. Members may note that this Notice and Postal Ballot Form will be available on the Company's website [www.bhansaliabs.com](http://www.bhansaliabs.com) and on the website of Link Intime India Private Limited (LIPL) i.e. <https://instavote.linkintime.co.in>
4. Members can opt for only one mode of voting, i.e. either by Postal Ballot Form or E-voting. In case the Member has exercised his / her vote(s) through both the modes, vote(s) cast through E-voting shall prevail and the vote(s) cast through Postal Ballot Form shall be considered invalid.
5. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot Forms or E-voting i.e. Saturday, March 7, 2020.
6. Voting by Postal Ballot Form or through E-Voting, can be exercised only by the Member or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. The voting rights in the Postal Ballot cannot be exercised by a Proxy and any recipient of the Notice, who has no voting right should treat the Notice as intimation only.  
  
Members who have received the Postal Ballot Notice by email but wish to vote through Postal Ballot Form can download the same from the Company's website [www.bhansaliabs.com](http://www.bhansaliabs.com) or from the website of LIPL, <https://instavote.linkintime.co.in> and send the duly completed and signed Postal Ballot Form to the Scrutinizer, so as to reach on or before Saturday, March 7, 2020.
7. In case, a Member is desirous of obtaining a duplicate Postal Ballot Form, the Member may write to the Company's Registrar and Share Transfer Agents at C-101, 1<sup>st</sup> Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083.
8. All the relevant documents referred to in this Postal Ballot Notice and Explanatory Statement shall remain open for inspection on all working days (except Saturdays and Sundays and Public Holidays) at the Registered Office of the Company, between 11.00 a.m. and 1.00 p.m. till last date of receipt of the Postal Ballot Forms or E-voting.
9. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
10. Based on the Scrutinizer's Report to the Chairman of the Company, the results of Postal Ballot shall be declared by the Chairman or any person authorized by him on Monday, March 9, 2020 at the Registered Office of the Company on or before 6:00 p.m. and the same shall be placed, along with the Scrutinizer's Report, on the website of the Company viz. [www.bhansaliabs.com](http://www.bhansaliabs.com), besides being communicated to the Stock Exchanges on which the Company's securities are listed. The results, alongwith the Scrutinizer's Report will be forwarded to the Depositories and Registrar and Share Transfer Agent, for the information of the Members. Further, the result of voting along with the Scrutinizer's Report shall be displayed on the Notice Board of the Company at the Registered Office.
11. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

12. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI (LODR), Regulations, 2015, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members holding shares in physical mode and who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to Link Intime India Private Limited on [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in). Members holding shares in Demat form are requested to register their e-mail addresses with their Depository Participant(s) only.

#### INSTRUCTIONS FOR VOTING IN ELECTRONIC FORM (E-VOTING):

In compliance with the provisions of Section 108, 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI (LODR) Regulations, 2015**”), the Company is pleased to provide its members facility to cast their vote electronically instead of dispatching the Postal Ballot Form. The Company has engaged the services of Link Intime India Private Limited for the purpose of providing E-voting facility to all its members.

- Log-in to E-voting website of Link Intime India Private Limited (LIPL)
  1. Visit the E-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
  2. Click on “Login” tab, available under 'Shareholders' section.
  3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
  4. Your User ID details are given below:
    - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID
    - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
    - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
  5. Your Password details are given below:

If you are using E-voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under 'Shareholders' section, register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Postal Ballot Form indicated in the PAN Field.</li> </ul>
DOB/ DOI	Enter the DOB (Date of Birth) / DOI (Date of Incorporation) as recorded with depository participant or in the Company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number (Last Four Digits) as recorded in your demat account or in the Company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>• Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or Company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).</li> </ul>

If you are holding shares in demat form and had registered on to E-voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

#### If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

**NOTE:** The password is to be used by demat shareholders for voting on the resolution(s) placed by the Company in which they are a shareholder and eligible to vote, provided that the Company opts for E-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolution(s) contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- **Cast your vote electronically**

6. After successful login, you will be able to see the notification for E-voting on the home page of Insta VOTE. Select/ View “Event No” of the Company, you choose to vote.
7. On the voting page, you will see “Resolution Description” and against the same, the option “Favour/Against” for voting.

Cast your vote by selecting appropriate option i.e. Favour / Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour / Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour / Against'.

8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
9. After selecting the appropriate option i.e. Favour / Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

- **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to E-voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as **'Custodian / Mutual Fund / Corporate Body'**.

They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case the shareholders have any queries or issues regarding E-voting, please refer the Frequently Asked Questions (“FAQs”) and Insta VOTE E-voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or call LIPL on 022 - 49186000.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ANNEXED TO AND FORMING PART OF POSTAL BALLOT NOTICE**

The members at the Annual General Meeting of the Company held on September 26, 2015, had approved the appointment of Ms. Jasmine F. Batliwalla (DIN: 00340273), as a Non- Executive Independent Director of the Company for a period of 5 years commencing from March 30, 2015 up to March 29, 2020 .

The aforesaid tenure of Ms. Jasmine F. Batliwalla (DIN: 00340273) is to be completed on March 29, 2020. Based on the recommendation of the Nomination and Remuneration Committee and based on the notice received in writing by a member under Section 160 of the Companies Act, 2013, proposing her candidature for the re-appointment as a Non-Executive Independent Director of the Company, the Board of Directors vide resolution dated January 27, 2020 recommended for the approval of the members, re-appointment of Ms. Jasmine F. Batliwalla as a Non-Executive Independent Director for a second consecutive term of 5 years w.e.f. March 30, 2020 up to March 29, 2025 in terms of the Articles of Association of the Company and applicable provisions of the Act and SEBI (LODR) Regulations, 2015, as amended.

In the opinion of the Board of Directors, Ms. Jasmine F. Batliwalla fulfills the conditions as specified under the Act and rules made there under and applicable provisions of the SEBI ( LODR) Regulations, 2015, if any, for the re-appointment as a Non-Executive Independent Director and is Independent of the Management.

The Nomination and Remuneration Committee at its meeting held on January 27, 2020 after taking into account the performance evaluation of Ms. Jasmine F. Batliwalla, during her first term of five years and considering the knowledge, expertise and experience in her field and the substantial contribution made by her during the tenure as an Independent Director since her appointment, has recommended to the Board that continued association of Ms. Jasmine F. Batliwalla as an Independent Director would be in the interest of the Company. Based on the above, the Nomination & Remuneration Committee and the Board has recommended the re-appointment of Ms. Jasmine F. Batliwalla as an Independent Director on the Board of the Company, to hold office for the second consecutive term of five years commencing from March 30, 2020 up to March 29, 2025.

The Company has received from Ms. Jasmine Batliwalla (i) a consent in writing to act as a Director pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, (ii) an intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that she meets the criteria of Independence as provided in sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015, as amended from time to time.

The required details as per the Secretarial Standards (“**SS-2**”) and Regulation 36 (3) of the SEBI (LODR) Regulations, 2015, are provided in '**Annexure A**' of this Notice.

The Board of Directors propose the re-appointment of Ms. Jasmine F. Batliwalla as a Non-Executive Independent Director of the Company for a second consecutive term of 5 years and recommend the passing of Special Resolution of the accompanying notice for the approval of the members.

Except Ms. Jasmine F. Batliwalla and her relatives, none of the Directors / Key Managerial Personnel of the Company, are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out in the Notice, except to the extent of shareholding in the Company, if any.

The Board of Directors recommends the Special Resolution for your approval.

**Registered office:**

401, 4<sup>th</sup> Floor, Peninsula Heights,  
C.D. Barfiwala Road, Andheri (West)  
Mumbai – 400 058.

Place : Mumbai  
Date: January 27, 2020

**By order of the Board of Directors of  
Bhansali Engineering Polymers Limited**

**Ashwin M. Patel**  
**Company Secretary**  
Membership No. – A 22925

**ANNEXURE TO THE NOTICE DATED JANUARY 27, 2020**

**ANNEXURE-A**

**THE DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT THROUGH POSTAL BALLOT IN ACCORDANCE WITH THE SECRETARIAL STANDARDS ("SS-2") AND REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ARE AS UNDER:**

Name	Ms. Jasmine F. Batliwalla
Date of Birth (Age)	October 7, 1954 (65 Years)
Nationality	Indian
DIN	00340273
Date of appointment on Company's Board	March 30, 2015
Shareholding in the Company as on December 31, 2019	NIL
Qualifications	Company Secretary
Experience (including expertise in specific functional areas)	Ms. Jasmine F. Batliwalla has over 35 years' experience across legal, compliance and corporate secretarial functions covering banking, investment banking, asset management and insurance broking. As General Counsel, HSBC India she had managed organic growth, acquisitions, divestments, regulatory challenges across the financial services spectrum. She contributed towards framing the code of the Banking Codes and Standards Board of India and was a member of FICCI's Corporate Laws Committee. She is also the Chairperson of the Board of Trustees of HSBC Mutual Fund.
Relationship between other Directors and Key Managerial Personnel, if any.	Not related with any Director & KMP
Remuneration last drawn (Payment of Sitting fees for FY 2018-19)	Rs. 1,10,000/-
Remuneration sought to be paid	Remuneration to be paid shall include Commission if any, as devised by the Company, sitting fees depending upon the number of Board and Committees meetings attended and Reimbursement of expenses incurred for attending the meetings.
No. of Board meeting attended: During FY 2019-20 (till 31/12/2019)	3 out of 3 of the Board Meetings
Terms and conditions for re-appointment	Ms. Jasmine F. Batliwalla shall be re-appointed as Non- Executive Independent Director for a second consecutive term of 5 years w.e.f. March 30, 2020 to March 29, 2025.
Details of Directorships, Chairmanship and Committee Memberships of Ms. Jasmine F. Batliwalla in other Companies	Ms. Jasmine F. Batliwalla does not hold any Directorships, Chairmanships and Committee Memberships in any other Companies

**Registered office:**

401, 4<sup>th</sup> Floor, Peninsula Heights,  
C.D. Barfiwala Road, Andheri (West),  
Mumbai – 400 058.

Place : Mumbai  
Date: January 27, 2020

**By order of the Board of Directors of  
Bhansali Engineering Polymers Limited**

**Ashwin M. Patel  
Company Secretary  
Membership No. – A 22925**



## bhansali engineering polymers limited

**CIN:** L27100MH1984PLC032637

**Regd. Office:** 401, 4<sup>th</sup> Floor, Peninsula Heights, C.D. Barfiwala Road,  
Andheri (West), Mumbai- 400 058

**Tel No.:**022-26216060 | **Fax No.:**022-26216077

**E-mail Id:** investors@bhansaliabs.com | **Website:**www.bhansaliabs.com

### POSTAL BALLOT FORM

Sr. No.:

Name and Registered Address of the sole Member/first named Member	
Name(s) of the Joint Member(s), if any	
Registered Folio No. / DP ID & Client ID	
Number of equity shares held	

I/ We hereby exercise my/ our vote(s) in respect of the Special Resolution to be passed through Postal Ballot as stated in the Postal Ballot Notice of the Company dated January 27, 2020, by conveying my/ our assent (For) or dissent (Against) by placing a tick mark (√) in the appropriate box below:

Sr. No.	Description of the Special Resolution	I/We assent to the Resolution (FOR) (Number of Shares)	I/We dissent to the Resolution (AGAINST) (Number of Shares)
1.	Re-appointment of Ms. Jasmine F. Batliwalla (DIN:00340273) as Non-Executive Independent Director of the Company for a second consecutive term of 5 years w.e.f March 30, 2020.		

Date:

Place:

\_\_\_\_\_  
Signature of the Member

**Important Note:** Please read the instructions printed overleaf carefully before filling this form and return this Postal Ballot Form, post completion, to the Scrutinizer by using the enclosed postage pre-paid self-addressed Business Reply Envelope. Last Date for receipt of this Postal Ballot Form by the Scrutinizer is March 7, 2020.

### Electronic Voting Particulars

EVEN (Electronic Voting Event Number)	User ID	Password
200008		

**Note:** Detailed instructions for E-voting are furnished in the Postal Ballot Notice.



## INSTRUCTIONS

1. Members can opt for only one mode of voting, i.e. either by Postal Ballot Form or E-voting. In case the Member has exercised his / her vote(s) through both the modes, vote(s) cast through E-voting shall prevail and the vote(s) cast through Postal Ballot Form shall be considered invalid.
2. Duly completed and signed Postal Ballot Form should reach the Scrutinizer on or before **Saturday, March 7, 2020 at 5.00 P.M.** All Postal Ballot Forms received thereafter will be treated as invalid.
3. A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form and send it to the Scrutinizer appointed by the Company in the enclosed self-addressed postage pre-paid Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Forms, if deposited in person or sent by courier or registered/ speed post at the expense of the Member(s) will also be accepted. Alternatively, a Member may vote through E-voting as per the instructions provided in the Postal Ballot Notice.
4. The self-addressed postage pre-paid Business Reply Envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
5. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member.
6. There shall be one Postal Ballot for every folio irrespective of the number of joint holders. A proxy cannot be appointed to vote on the matter stated in the Postal Ballot.
7. Members, whose names appear in the Register of Members/Record of Depositories as on **Friday, January 31, 2020**, will be eligible for voting. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the cut-off date. Any recipient of the Postal Ballot Notice who is not a member as on the said date, should treat this notice for information purpose only.
8. The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column.
9. The Postal Ballot Forms shall be considered invalid if (i) it is not possible to determine without any doubt the assent or dissent of the Member; and/or (ii) a competent authority has given directions in writing to the Company to freeze the voting rights of the Member; and/or (iii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/or (iv) the Member has made any amendment to the resolution set out herein or imposed any condition while exercising his vote; and/or (v) the details provided in the form are incomplete, unsigned, incorrect, defaced or mutilated.
10. Members are requested not to send any other paper / documents along with the Postal Ballot Form in the enclosed postage pre-paid self-addressed business reply envelope. If sent, such paper / document would not be acted upon. They are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and putting their signature. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final and binding.
11. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution/Power of Attorney/Authority Letter in favour of the signatory, together with specimen signature(s) of the duly authorized signatory(s).
12. The results of the Postal Ballot will be declared in the manner as specified in the Notice.
13. In case of any query/grievance in connection with the Postal Ballot including E-voting, Members may contact Link Intime India Private Limited, Registrar and Share Transfer Agents of the Company by e-mail at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in).