



The Baroda *Rayon* Corporation Ltd.

CIN L45100GJ1958PLC000892

P O Fatehnagar, Udhna, Surat 394 220

Tel : 0261-2899555

Email : brcsurat@gmail.com

Website : www.brcl.in

29th September, 2022

To
Department of Corporate Services
BSE Limited
P J Towers,
Dalal Street,
Mumbai - 400001.

**Sub: Declaration of Voting Results of 62nd Annual General Meeting
Scrip Code: 500207**

Dear Sir,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith the details of Voting Result of the business transacted at the 62nd Annual General Meeting of the Company held on 28th September, 2022.

We are also enclosing the Consolidated Scrutinizer's Report dated 28th September, 2022 on remote e-voting and the physical ballot voting process carried out by the Company at the Annual General Meeting. The above are being uploaded on the Company's website.

Kindly take the same on your record and oblige.

Thanking you,

Yours faithfully,

For The Baroda Rayon Corporation Limited

Kunjal Desai
Company Secretary



Encl: As above



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Details of Voting Results of 62nd Annual General Meeting of The Baroda Rayon Corporation Limited

Date of the Annual General Meeting:	28/09/2022
Total number of Shareholders on record date:	79674
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	0
Public:	32
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Arranged
Public:	

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1:	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.							
Resolution Required : (Ordinary/ Special)	Ordinary Resolution							
Whether promoters / promoter group are interested in the agenda / resolution:	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10893147	3263602	29.96	3263602	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	3263602	29.96	3263602	0	100.00	0.00
Public – Institutional holders	E-Voting	340350	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340350	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677862	3971198	34.01	3971088	110	99.997	0.003
	Poll		14521	0.12	14521	0	100.00	0.00
	Total	11677862	3985719	34.13	3985609	110	99.997	0.003
Total		22911359	7249321	31.64	7249211	110	99.998	0.002

Resolution No. 2:	To appoint a Director in place of Mrs. Vidhya Bhavani (DIN-07159576), who retires by rotation and being eligible, offers herself for re-appointment.							
Resolution Required : (Ordinary/ Special)	Ordinary Resolution							
Whether promoters / promoter group are interested in the agenda / resolution:	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10893147	3263602	29.96	3263602	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	3263602	29.96	3263602	0	100.00	0.00
Public – Institutional holders	E-Voting	340350	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340350	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677862	3971198	34.01	3971053	145	99.996	0.004
	Poll		14521	0.12	14521	0	100.00	0.00
	Total	11677862	3985719	34.13	3985574	145	99.996	0.004
Total		22911359	7249321	31.64	7249176	145	99.998	0.002

Resolution No. 3:	Re-appointment of Mr. Damodarbhaj Patel (DIN – 00056513) as Managing Director of the company.							
Resolution Required : (Ordinary/ Special)	Special Resolution							
Whether promoters / promoter group are interested in the agenda / resolution:	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10893147	3263602	29.96	3263602	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	3263602	29.96	3263602	0	100.00	0.00
Public – Institutional holders	E-Voting	340350	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340350	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677862	3971198	34.01	3970994	204	99.995	0.005
	Poll		14521	0.12	14521	0	100.000	0.000
	Total	11677862	3985719	34.13	3985515	204	99.995	0.005
Total		22911359	7249321	31.64	7249117	204	99.997	0.003

Cont...





Continuation Sheet

Resolution No. 4:		Appointment of Mr. Viral Bhavani (DIN-02597320) as Whole Time Director of the company.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10893147	3263602	29.96	3263602	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		3263602	29.96	3263602	0	100.00	0.00
Public – Institutional holders	E-Voting	340350	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677862	3971198	34.01	3970994	204	99.995	0.005
	Poll		14521	0.12	14521	0	100.000	0.000
	Total		3985719	34.13	3985515	204	99.995	0.005
Total		22911359	7249321	31.64	7249117	204	99.997	0.003

Resolution No. 5:		To authorize Board of Directors to borrow money under section 180(1)(c) of the Companies Act, 2013 and rules made thereunder.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10893147	3263602	29.96	3263602	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		3263602	29.96	3263602	0	100.00	0.00
Public – Institutional holders	E-Voting	340350	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677862	3971138	34.01	3970905	233	99.994	0.006
	Poll		14521	0.12	14521	0	100.000	0.000
	Total		3985659	34.13	3985426	233	99.994	0.006
Total		22911359	7249261	31.64	7249028	233	99.997	0.003

Resolution No. 6:		To authorize Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company under section 180(1)(a) of the Companies Act, 2013 and rules made thereunder.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10893147	3263602	29.96	3263602	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		3263602	29.96	3263602	0	100.00	0.00
Public – Institutional holders	E-Voting	340350	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677862	3971138	34.01	3970724	414	99.990	0.010
	Poll		14521	0.12	14521	0	100.000	0.000
	Total		3985659	34.13	3985245	414	99.990	0.010
Total		22911359	7249261	31.64	7248847	414	99.994	0.006

Yours faithfully,
For The Baroda Rayon Corporation Limited

Kunjai Desai
Company Secretary
ACS - 40809



Date: 29/09/2022
Place: Surat

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MANISH R. PATEL

Company Secretary & Trade Mark Agent
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Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time)

To,
The Chairperson of the
62nd Annual General Meeting of
THE BARODA RAYON CORPORATION LIMITED
(CIN L45100GJ1958PLC000892)
P. O. Fatehnagar, Udhna,
Surat - 394220, Gujarat

62nd Annual General Meeting of the Members of The Baroda Rayon Corporation Limited held on Wednesday, 28th September, 2022 at 09.00 a.m. at Patidar Bhavan, Kadodara, Surat - 394327, Gujarat.

Dear Sir,

I, Manish R. Patel, Company Secretary in Practice at Surat appointed as "Scrutinizer" by the Board of Directors of THE BARODA RAYON CORPORATION LIMITED ("the Company") to scrutinize remote e-voting as well as the physical ballot voting process carried out by the Company on the below mentioned resolutions at the 62nd Annual General Meeting (AGM) of the members of the Company held on Wednesday, the 28th September, 2022 at 09:00 a.m. at Patidar Bhavan, Kadodara, Surat - 394327, Gujarat, submit my report as under:

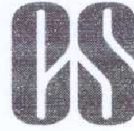
1. The Management of the Company is responsible for the compliance of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for closing of the Poll by the Chairman of the Meeting, One (1) empty Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and Link Intime India Pvt. Ltd., Registrar and Transfer Agent of the Company and the authorizations/proxies were lodged with the Company.



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MANISH R. PATEL

Company Secretary & Trade Mark Agent

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4. Two (2) ballot papers were found defective.
5. The remote e-voting period remained open from 25th September, 2022 (9:00 a.m.) and ended on 27th September, 2022 at (5:00 p.m.) and was disabled for voting thereafter
6. After the closure of remote e-voting period and before the start of AGM, the Members' details such as their names, folios, number of the shares held, who have cast votes through remote e-voting, were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in order to ensure that such members did not vote again through ballot paper at an AGM.
7. After counting the votes cast at the AGM, the votes casted through remote e-voting were unblocked in the presence of two witnesses, Ms. Divya Shivilani and Mr. Pankaj Pandav, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Ms. Divya Shivilani

Mr. Pankaj Pandav

8. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

Resolution No. 1:- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Report of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(a) Voted **in favour** of the Resolution:

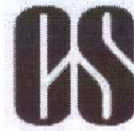
Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	67	72,34,690	99.80
Ballot Paper	3	14,521	0.20
Total	70	72,49,211	100.00



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(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	4	110	0.00#
Ballot Paper	--	--	--
Total	4	110	0.00#

% is Negligible

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	2	2000
Total	2	2000

Resolution No. 2:- To appoint a Director in place of Mrs. Vidhya Bhavani (DIN - 07159576), who retires by rotation and being eligible, offer herself for re-appointment. (Ordinary Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	65	72,34,655	99.80
Ballot Paper	3	14,521	0.20
Total	68	72,49,176	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	6	145	0.00#
Ballot Paper	--	--	--
Total	6	145	0.00#

#% is Negligible



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(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	2	2000
Total	2	2000

Resolution No. 3:- Re-appointment of Mr. Damodarbai Patel (DIN-00056513) as Managing Director of the company. (Special Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	64	72,34,596	99.80
Ballot Paper	3	14,521	0.20
Total	67	72,49,117	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	7	204	0.00#
Ballot Paper	--	--	--
Total	7	204	0.00#

#% is Negligible

(c) Invalid Votes:

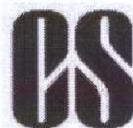
Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	2	2000
Total	2	2000



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Resolution No. 4:- Appointment of Mr. Viral Bhavani (DIN - 02597320) as Whole Time Director of the company. (Special Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	64	72,34,596	99.80
Ballot Paper	3	14,521	0.20
Total	67	72,49,117	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	7	204	0.00#
Ballot Paper	--	--	--
Total	7	204	0.00#

#% is Negligible

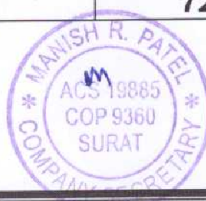
(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	2	2000
Total	2	2000

Resolution No. 5:- To authorize Board of Directors to borrow money under section 180(1)(c) of the Companies Act, 2013 and rules made thereunder. (Special Resolution)

(a) Voted **in favour** of the Resolution:

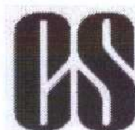
Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	62	72,34,507	99.80
Ballot Paper	3	14,521	0.20
Total	65	72,49,028	100.00



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(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	8	233	0.00#
Ballot Paper	--	--	--
Total	8	233	0.00#

#% is Negligible

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	2	2000
Total	2	2000

Resolution No. 6:- To authorize Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company under section 180(1)(a) of the Companies Act, 2013 and rules made thereunder. (Special Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	61	72,34,326	99.79
Ballot Paper	3	14,521	0.20
Total	64	72,48,847	99.99

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	9	414	0.01
Ballot Paper	--	--	--
Total	9	414	0.01



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(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	2	2000
Total	2	2000

The relevant records of the remote e-voting before the AGM and Ballot Voting during the AGM shall remain in my safe custody until the Chairperson of the meeting considers, approves and sign the minutes of the aforesaid AGM, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours' faithfully,



MANISH R. PATEL

Company Secretary in Practice

ACS No.: 19885

COP No.: 9360

PRCN: 929/2020

ICSI Unique Code: I2010GJ763400

ICSI UDIN: A019885D001071562

Place: Surat

Date: 28/09/2022

Countersigned by:

FOR THE BARODA RAYON CORPORATION LIMITED



Chairperson of the Meeting/Authorised Person

Place: Surat

Date: 28/09/2022