

September 30, 2023

BSE Limited  
Corporate Relationship Department  
P.J.Towers, Dalal Street,  
Mumbai - 400001.

**Scrip Code: 514183**  
**ISIN: INE761G01016**

Dear Sir,

**Sub: Details regarding Voting Results – 33<sup>rd</sup> Annual General Meeting of the Company**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we enclose herewith the voting results in the prescribed format on resolutions enumerated in the Notice of Annual General Meeting of the Company held on Friday, 29<sup>th</sup> September, 2023 through Video Conference mode.

Please take the above on your records and acknowledge the receipt of the same.

Thanking You,  
For **Black Rose Industries Limited**

**Harshita Shetty**  
**Company Secretary and Compliance Officer**

**Black Rose Industries Ltd.**

145/A, Mittal Towers, Nariman Point, Mumbai - 400 021, INDIA

Tel.: +91 22 4333 7200 / 2282 4075 | Fax: +91 22 2287 3022

E-mail: [investor@blackrosechemicals.com](mailto:investor@blackrosechemicals.com) | Website: [www.blackrosechemicals.com](http://www.blackrosechemicals.com)

CIN No.: L17120MH1990PLC054828

Factory : Shree Laxmi Co-op. Industrial Estate Ltd., Hatkanangle, Dist. Kolhapur, Maharashtra, INDIA



AGM voting results under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), 2015:

Sr. No	Description	Particulars
1	Date of AGM/EGM	Annual General Meeting – 29.09.2023 at 11.30 a.m. Concluded on 12.10 p.m.
2	Total Number of Shareholders on Record (Cut-off) Date	73671
3	No. of shareholders present in the meeting either in person or through proxy	
	Promoters & Promoter Group	Not Applicable
	Public	Not Applicable
4	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters & Promoter Group	3
	Public	35

**Black Rose Industries Ltd.**

145/A, Mittal Towers, Nariman Point, Mumbai - 400 021, INDIA

Tel.: +91 22 4333 7200 / 2282 4075 | Fax: +91 22 2287 3022

E-mail: [investor@blackrosechemicals.com](mailto:investor@blackrosechemicals.com) | Website: [www.blackrosechemicals.com](http://www.blackrosechemicals.com)

CIN No.: L17120MH1990PLC054828

Factory : Shree Laxmi Co-op. Industrial Estate Ltd., Hatkanangle, Dist. Kolhapur, Maharashtra, INDIA

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1.	The Audited Financial Statements along with Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
2.	To declare dividend of Rs. 0.55 paise per equity share for the financial year ended 31st March, 2023	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
3.	To appoint a Director in place of Mr. Anup Jatia, (DIN 00351425), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
4.	Appointment of Mrs. Shruti Jatia (DIN 00227127) as Whole-time Director of the Company	Special	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
5.	Appointment of Mr. Ambarish Daga (DIN 07125212) as Whole-time Director of the Company	Special	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
6.	Re-appointment of Mr. Rishabh Saraf (DIN 00161435) as an Independent Director of the Company	Special	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
7.	Appointment of Mr. Abhishek Murarka (DIN 00876022) as an Independent Director of the Company	Special	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
8.	Appointment of Mrs. Deepa Poncha (DIN 01916512) as an Independent Director of the Company	Special	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
9.	Appointment of Cost Auditors	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with requisite majority

<b>Resolution No. - 1</b>									
Resolution required: (Ordinary / Special)		<b>Ordinary</b> - The Audited Financial Statements along with Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon							
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71388	0.5599	71261	127	99.8221	0.1779	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71388</b>	<b>0.5599</b>	<b>71261</b>	<b>127</b>	<b>99.8221</b>	<b>0.1779</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321238</b>	<b>75.1397</b>	<b>38321111</b>	<b>127</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>

Resolution No. – 2									
Resolution required: (Ordinary / Special)			Ordinary - To declare dividend of Rs. 0.55 paise per equity share for the financial year ended 31st March, 2023						
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71363	0.5597	71185	178	99.7506	0.2494	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71363</b>	<b>0.5597</b>	<b>71185</b>	<b>178</b>	<b>99.7506</b>	<b>0.2494</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321213</b>	<b>75.1396</b>	<b>38321035</b>	<b>178</b>	<b>99.9995</b>	<b>0.0005</b>	<b>0</b>

**Resolution No. - 3**

Resolution required: (Ordinary / Special)	<b>Ordinary</b> - To appoint a Director in place of Mr. Anup Jatia, (DIN 00351425), who retires by rotation and being eligible, offers himself for re-appointment.
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71323	0.5594	70608	715	98.9975	1.0025	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71323</b>	<b>0.5594</b>	<b>70608</b>	<b>715</b>	<b>98.9975</b>	<b>1.0025</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>32321173</b>	<b>75.1396</b>	<b>38320458</b>	<b>715</b>	<b>99.9981</b>	<b>0.0019</b>	<b>0</b>

<b>Resolution No. - 4</b>									
Resolution required: (Ordinary / Special)			<b>Special</b> - Appointment of Mrs. Shruti Jatia (DIN 00227127) as Whole-time Director of the Company.						
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71323	0.5594	70647	676	99.0522	0.9478	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71323</b>	<b>0.5594</b>	<b>70647</b>	<b>676</b>	<b>99.0522</b>	<b>0.9478</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321173</b>	<b>75.1396</b>	<b>38320497</b>	<b>676</b>	<b>99.9982</b>	<b>0.0018</b>	<b>0</b>

**Resolution No. – 5**

Resolution required: (Ordinary / Special)		<b>Special</b> - Appointment of Mr. Ambarish Daga (DIN 07125212) as Whole-time Director of the Company.							
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71323	0.5594	70658	665	99.0676	0.9324	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71323</b>	<b>0.5594</b>	<b>70658</b>	<b>665</b>	<b>99.0676</b>	<b>0.9324</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321173</b>	<b>75.1396</b>	<b>38320508</b>	<b>665</b>	<b>99.9983</b>	<b>0.0017</b>	<b>0</b>



<b>Resolution No. - 6</b>									
Resolution required: (Ordinary / Special)			<b>Special</b> - Re-appointment of Mr. Rishabh Saraf (DIN 00161435) as an Independent Director of the Company						
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71320	0.5594	70656	664	99.0690	0.9310	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71320</b>	<b>0.5594</b>	<b>70656</b>	<b>664</b>	<b>99.0690</b>	<b>0.9310</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321170</b>	<b>75.1395</b>	<b>38320506</b>	<b>664</b>	<b>99.9983</b>	<b>0.0017</b>	<b>0</b>

**Resolution No. – 7**

Resolution required: (Ordinary / Special) **Special** - Appointment of Mr. Abhishek Murarka (DIN 00876022) as an Independent Director of the Company.

Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71320	0.5594	70981	339	99.5247	0.4753	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71320</b>	<b>0.5594</b>	<b>70981</b>	<b>339</b>	<b>99.5247</b>	<b>0.4753</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321170</b>	<b>75.1395</b>	<b>38320831</b>	<b>339</b>	<b>99.9991</b>	<b>0.0009</b>	<b>0</b>

<b>Resolution No. - 8</b>									
Resolution required: (Ordinary / Special)			<b>Special</b> - Appointment of Mrs. Deepa Poncha (DIN 01916512) as an Independent Director of the Company.						
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71320	0.5594	70646	674	99.0550	0.9450	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71320</b>	<b>0.5594</b>	<b>70646</b>	<b>674</b>	<b>99.0550</b>	<b>0.9450</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321170</b>	<b>75.1395</b>	<b>38320496</b>	<b>674</b>	<b>99.9982</b>	<b>0.0018</b>	<b>0</b>

Resolution No. – 9									
Resolution required: (Ordinary / Special)			Ordinary - Appointment of Cost Auditors.						
Whether promoter/ 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	Invalid Votes
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	38249850	38249850	100.0000	38249850	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>38249850</b>	<b>100.0000</b>	<b>38249850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	12749150	71323	0.5594	71047	276	99.6130	0.3870	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>71323</b>	<b>0.5594</b>	<b>71047</b>	<b>276</b>	<b>99.6130</b>	<b>0.3870</b>	<b>0</b>
<b>Total</b>		<b>51000000</b>	<b>38321173</b>	<b>75.1395</b>	<b>38320897</b>	<b>276</b>	<b>99.9993</b>	<b>0.0007</b>	<b>0</b>

All the resolutions mentioned in the notice of the Annual General Meeting dated 2<sup>nd</sup> September, 2023 stand passed under Remote E-voting and voting conducted at the Annual General Meeting through e-voting system with the requisite majority and hence deemed to be passed as on the date of Annual General Meeting.

**For Black Rose Industries Limited**

**Harshita Shetty**  
**Company Secretary and Compliance Officer**



**REPORT OF SCRUTINIZER**

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman,

**33<sup>rd</sup> (Thirty Third) Annual General Meeting (AGM) of the Equity Shareholders of Black Rose Industries Limited held on Friday, September 29, 2023 at 11:30 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting during the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 33<sup>rd</sup> Annual General Meeting (AGM) of Black Rose Industries Limited held on Friday, September 29, 2023 at 11:30 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

I, **Shiv Hari Jalan**, Proprietor of Shivhari Jalan & Co., Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **Black Rose Industries Limited**, ("the Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM under the provision of section 108 of the Companies Act, 2013 (Act) read with Rule 20 & 21 of the Companies (Management and Administration) Amendment Rules, 2015, on the resolution(s) set out in the Notice to the 33<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company, held on Friday, September 29, 2023 at 11:30 a.m. (IST) through video conferencing ('VC') or other Audio Visual Means ('OAVM'), submit my Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 33<sup>rd</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by the Company through National Securities Depository Limited (NSDL).
3. The notice dated 02.09.2023, as confirmed by the Company was sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4) (v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 08, 2023 and September 09, 2023, the remote e-voting opened at 9:00 AM (IST) on September 26, 2023 and remained open up to 5:00 PM (IST) on September 28, 2023.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL at the AGM.

---

**Head Office:.** 1055, Level 10, Hubtown Solaris, N.S.Phadke Marg, Andheri (East), Mumbai - 400069

**Branch Office:.** 104, Mahavir Building, 44/46, Kalbadevi Road, Mumbai - 400002

 **:. shivharijalancs@gmail.com,**  **:.(022) 22075834, 22075835, 26836215, 9869035834**

5. The Equity Shareholders holding shares as on September 22, 2023, “cut-off date”, were entitled to vote on the resolutions stated in the Notice of the 33<sup>rd</sup> Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com/>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under.

### Resolution 1: Ordinary Resolution

**The Audited Financial Statements along with Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon.**

- i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
102	38321111	99.9997

- ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	127	0.0003

- iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

## Resolution 2: Ordinary Resolution

To declare dividend of Rs. 0.55 paise per equity share for the financial year 2022-23.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
99	38321035	99.9995

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	178	0.0005

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

## Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. Anup Jatia (DIN 00351425), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
95	38320458	99.9981

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	715	0.0019

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.



#### Resolution 4: Special Resolution

##### Appointment of Mrs. Shruti Jatia (DIN 00227127) as Whole-time Director of the Company.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
95	38320497	99.9982

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	676	0.0018

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

#### Resolution 5: Special Resolution

##### Appointment of Mr. Ambarish Daga (DIN 07125212) as Whole-time Director of the Company.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	38320508	99.9983

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	665	0.0017

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

### Resolution 6: Special Resolution

#### Re-appointment of Mr. Rishabh Saraf (DIN 00161435) as an Independent Director of the Company.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	38320506	99.9983

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	664	0.0017

iii. **Invalid** votes:

*Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

### Resolution 7: Special Resolution

#### Appointment of Mr. Abhishek Murarka (DIN 00876022) as an Independent Director of the Company.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	38320831	99.9991

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	339	0.0009

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

## Resolution 8: Special Resolution

### Appointment of Mrs. Deepa Poncha (DIN 01916512) as an Independent Director of the Company.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
94	38320496	99.9982

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	674	0.0018

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

## Resolution 9: Ordinary Resolution

### Appointment of Cost Auditors.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
99	38320897	99.9993

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	276	0.0007

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Note:

1. Resolution passed with requisite majority.

\* Number of members voted are counted based upon their User ID.

9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 33<sup>rd</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**Place: Mumbai**

**Date: 29.09.2023**

**UDIN: F005703E001127813**

**For Shiv Hari Jalan & Co.**

**Company Secretaries**

**FRN: S2016MH382700**

**SHIVHARI** Digitally signed by  
SHIVHARI JALAN  
**JALAN** Date: 2023.09.29  
16:27:23 +05'30'

**(Shiv Hari Jalan)**

**Proprietor**

**FCS No: 5703**

**C.P.NO: 4226**

**PR No. 1576/2021**

Harshita Shetty

Company Secretary

(Authorised by Chairman)