

July 15, 2022

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Scrip Code: 543212</b>	<b>National Stock Exchange of India Ltd</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 <b>Symbol: BOROLTD</b>
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Dear Sirs,

**Sub: Voting results of 12<sup>th</sup> Annual General Meeting (“AGM”) of the Company**

The voting results of the 12<sup>th</sup> AGM of the Company held on Wednesday, July 13, 2022, are enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Consolidated Scrutinizer’s Report on e-voting (remote e-voting and e-voting during AGM).

All the resolutions have been passed with requisite majority.

The voting results along with the Consolidated Scrutinizer’s Report are available on the Company’s website at [www.borosil.com](http://www.borosil.com) and on the website of Central Depository Services (India) Limited at [www.evotingindia.com](http://www.evotingindia.com).

This is for your information and records.

Thanking you,

For **Borosil Limited**

  
**Anshu Agarwal**  
**Company Secretary & Compliance Officer**  
**FCS-9921**



Encl: as above

**Copy to:**  
Central Depository Services (India) Limited

## BOROSIL LIMITED - AGM VOTING RESULTS

<b>Date of the AGM/EGM</b>	July 13, 2022
<b>Total number of shareholders on record date (i.e. number of folios on July 6, 2022 - cut-off date for voting purpose)</b>	77,769
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and promoter group: Public:	Not applicable
<b>No. of Shareholders attended the meeting through Video Conferencing (i.e. number of folios)</b>	
Promoters and promoter group: Public:	11 83

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

<b>Resolution required: (Ordinary)</b>		1 (a) To consider and adopt the audited standalone financial statement of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Statutory Auditor thereon						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>NO</b>						
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	21,23,791	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>21,23,791</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,036	6.4127%	20,07,733	303	99.9849%	0.0151%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3,13,13,333</b>	<b>20,08,036</b>	<b>6.4127%</b>	<b>20,07,733</b>	<b>303</b>	<b>99.9849%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,603</b>	<b>74.0166%</b>	<b>8,45,42,300</b>	<b>303</b>	<b>99.9996%</b>	<b>0.0004%</b>



<b>Resolution required: (Ordinary)</b>			1 (b) To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and report of the Statutory Auditor thereon					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	21,23,791	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>21,23,791</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,036	6.4127%	20,07,733	303	99.9849%	0.0151%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3,13,13,333</b>	<b>20,08,036</b>	<b>6.4127%</b>	<b>20,07,733</b>	<b>303</b>	<b>99.9849%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,603</b>	<b>74.0166%</b>	<b>8,45,42,300</b>	<b>303</b>	<b>99.9996%</b>	<b>0.0004%</b>



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<b>Resolution required: (Ordinary)</b>			2) To approve re-appointment of Mr. Rajesh Kumar Chaudhary (DIN: 07425111), who retires by rotation and being eligible, offers himself for re-appointment					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public-Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	21,12,246	11,545	99.4564%	0.5436%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>21,12,246</b>	<b>11,545</b>	<b>99.4564%</b>	<b>0.5436%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,036	6.4127%	20,07,644	392	99.9805%	0.0195%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>3,13,13,333</b>	<b>20,08,036</b>	<b>6.4127%</b>	<b>20,07,644</b>	<b>392</b>	<b>99.9805%</b>	<b>0.0195%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,603</b>	<b>74.0166%</b>	<b>8,45,30,666</b>	<b>11,937</b>	<b>99.9859%</b>	<b>0.0141%</b>



<b>Resolution required: (Special)</b>			3) To approve revision in terms of remuneration of Mr. Shreevar Kheruka (DIN: 01802416), Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for his current term i.e. from April 1, 2022 to February 11, 2023					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public-Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	19,71,406	1,52,385	92.8249%	7.1751%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>19,71,406</b>	<b>1,52,385</b>	<b>92.8249%</b>	<b>7.1751%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,07,912	6.4123%	20,04,152	3,760	99.8127%	0.1873%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>3,13,13,333</b>	<b>20,07,912</b>	<b>6.4123%</b>	<b>20,04,152</b>	<b>3,760</b>	<b>99.8127%</b>	<b>0.1873%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,479</b>	<b>74.0165%</b>	<b>8,43,86,334</b>	<b>1,56,145</b>	<b>99.8153%</b>	<b>0.1847%</b>

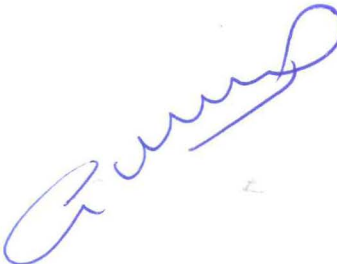




<b>Resolution required: (Special)</b>			4) To approve re-appointment of Mr. Shreevar Kheruka (DIN: 01802416) as a Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for a period of 5 years i.e. from February 12, 2023 to February 11, 2028					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public-Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	21,12,246	11,545	99.4564%	0.5436%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>21,12,246</b>	<b>11,545</b>	<b>99.4564%</b>	<b>0.5436%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,036	6.4127%	20,07,688	348	99.9827%	0.0173%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>3,13,13,333</b>	<b>20,08,036</b>	<b>6.4127%</b>	<b>20,07,688</b>	<b>348</b>	<b>99.9827%</b>	<b>0.0173%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,603</b>	<b>74.0166%</b>	<b>8,45,30,710</b>	<b>11,893</b>	<b>99.9859%</b>	<b>0.0141%</b>






<b>Resolution required: (Special)</b>			5) To approve payment of remuneration to Mr. Shreevar Kheruka (DIN: 01802416) in his capacity as a Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for a period of 5 years i.e. from February 12, 2023 to February 11, 2028					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public- Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	19,71,406	1,52,385	92.8249%	7.1751%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>19,71,406</b>	<b>1,52,385</b>	<b>92.8249%</b>	<b>7.1751%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,032	6.4127%	20,07,122	910	99.9547%	0.0453%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>3,13,13,333</b>	<b>20,08,032</b>	<b>6.4127%</b>	<b>20,07,122</b>	<b>910</b>	<b>99.9547%</b>	<b>0.0453%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,599</b>	<b>74.0166%</b>	<b>8,43,89,304</b>	<b>1,53,295</b>	<b>99.8187%</b>	<b>0.1813%</b>

<b>Resolution required: (Special)</b>			6) To approve re-appointment of Mr. Rajesh Kumar Chaudhary (DIN: 07425111) as a Whole-Time Director and Key Managerial Personnel of the Company for a period of 3 years i.e. from February 12, 2023 to February 11, 2026					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	21,23,791	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>21,23,791</b>	<b>0</b>	<b>100.0000%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,036	6.4127%	20,07,604	432	99.9785%	0.0215%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3,13,13,333</b>	<b>20,08,036</b>	<b>6.4127%</b>	<b>20,07,604</b>	<b>432</b>	<b>99.9785%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,603</b>	<b>74.0166%</b>	<b>8,45,42,171</b>	<b>432</b>	<b>99.9995%</b>	<b>0.0005%</b>

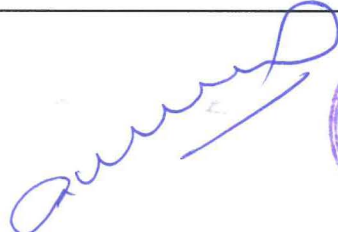





<b>Resolution required: (Special)</b>			7) To approve payment of remuneration to Mr. Rajesh Kumar Chaudhary (DIN: 07425111) in his capacity as a Whole-Time Director and Key Managerial Personnel of the Company for a period of 3 years i.e. from February 12, 2023 to February 11, 2026					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	8,04,10,776	8,04,10,776	100.0000%	8,04,10,776	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>8,04,10,776</b>	<b>8,04,10,776</b>	<b>100.0000%</b>	<b>8,04,10,776</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public-Institutions</b>	E-Voting	24,96,998	21,23,791	85.0538%	21,23,791	0	100.0000%	0.0000%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>24,96,998</b>	<b>21,23,791</b>	<b>85.0538%</b>	<b>21,23,791</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public- Non Institutions*</b>	E-Voting	3,13,13,333	20,08,032	6.4127%	20,05,646	2386	99.8812%	0.1188%
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>3,13,13,333</b>	<b>20,08,032</b>	<b>6.4127%</b>	<b>20,05,646</b>	<b>2386</b>	<b>99.8812%</b>	<b>0.1188%</b>
<b>Total</b>		<b>11,42,21,107</b>	<b>8,45,42,599</b>	<b>74.0166%</b>	<b>8,45,40,213</b>	<b>2,386</b>	<b>99.9972%</b>	<b>0.0028%</b>

**Notes:**

- All the aforesaid resolutions have been passed with requisite majority.
- Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) are in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the cut-off date, that is, Wednesday, July 6, 2022 ("Cut-off Date").
- \*Voting Rights under "Public - Non Institutions" category: (i) include shares held in the Unclaimed Suspense Account (on which voting rights are frozen pursuant to Regulation 39(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule VI thereto) and shares held by Investor Education and Protection Fund (IEPF) Authority [on which voting rights are frozen pursuant to Rule 6(6) of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended].



**DHRUMIL M. SHAH & CO.**

Practising Company Secretaries

Ref: 579/2022-23

**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
Borosil Limited  
CIN: L36100MH2010PLC292722  
1101, 11<sup>th</sup> Floor, Crescenzo, G-Block, Plot No C-38,  
Opp. MCA Club, Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051, Maharashtra, India.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report of e-voting conducted for the 12<sup>th</sup> Annual General Meeting ("AGM") of Borosil Limited ('the Company') held on Wednesday, July 13, 2022 at 03:00 P.M. through Video Conferencing ('VC')**

I, Dhrumil M. Shah, Practising Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Borosil Limited ('the Company') pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of monitoring the e-voting process (remote e-voting and e-voting during AGM), in respect of resolutions proposed in the Notice of the 12<sup>th</sup> AGM of the Company held on Wednesday, July 13, 2022 at 03:00 P.M through VC.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 ("the Act") and the Rules thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("SEBI Listing Regulations") relating to e-voting by the shareholders on the resolutions proposed in the Notice.





My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a consolidated scrutinizer's report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the service provider.

The shareholders of the Company holding shares as on "cut-off" date i.e. Wednesday, July 06, 2022 were entitled to vote on the resolutions as set out in the Notice of the AGM and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The remote e-voting commenced on 9:00 a.m. (IST) on Sunday, July 10, 2022 and concluded at 5:00 p.m. (IST) on Tuesday, July 12, 2022.

The votes cast at the meeting were unblocked on Wednesday, July 13, 2022 after the conclusion of the AGM. Thereafter, the votes cast during the remote e-voting were unblocked and was witnessed by two witnesses who are not in the employment of the Company. They have signed below in confirmation of the same.



I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the CDSL's e-voting system.

I now submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting during the AGM, based on the reports generated by CDSL, in respect of the following resolutions as under:

**Ordinary Business:**

**Item No. 1 - Ordinary Resolution**

- a) To consider and adopt the audited standalone financial statement of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Statutory Auditor thereon.





i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
228	8,45,42,300	99.9996

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
3	303	0.0004

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and report of the Statutory Auditor thereon.

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
228	8,45,42,300	99.9996

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
3	303	0.0004



iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 2 - Ordinary Resolution**

To approve re-appointment of Mr. Rajesh Kumar Chaudhary (DIN: 07425111), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
222	8,45,30,666	99.9859

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
9	11,937	0.0141

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Special Business:**

**Item No. 3 – Special Resolution**

To approve revision in terms of remuneration of Mr. Shreevar Kheruka (DIN: 01802416), Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for his current term i.e. from April 1, 2022 to February 11, 2023.



i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
217	8,43,86,334	99.8153

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
12	1,56,145	0.1847

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 4 – Special Resolution**

To approve re-appointment of Mr. Shreevar Kheruka (DIN: 01802416) as a Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for a period of 5 years i.e. from February 12, 2023 to February 11, 2028.

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
223	8,45,30,710	99.9859

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
8	11,893	0.0141





iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 5 – Special Resolution**

To approve payment of remuneration to Mr. Shreevar Kheruka (DIN: 01802416) in his capacity as a Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for a period of 5 years i.e. from February 12, 2023 to February 11, 2028.

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
217	8,43,89,304	99.8187

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
13	1,53,295	0.1813

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



### Item No. 6 – Special Resolution

To approve re-appointment of Mr. Rajesh Kumar Chaudhary (DIN: 07425111) as a Whole-Time Director and Key Managerial Personnel of the Company for a period of 3 years i.e. from February 12, 2023 to February 11, 2026.

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
223	8,45,42,171	99.9995

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
8	432	0.0005

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

### Item No. 7 – Special Resolution

To approve payment of remuneration of Mr. Rajesh Kumar Chaudhary (DIN: 07425111) in his capacity as a Whole-Time Director and Key Managerial Personnel of the Company for a period of 3 years i.e. from February 12, 2023 to February 11, 2026.

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
219	8,45,40,213	99.9972



ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
11	2,386	0.0028

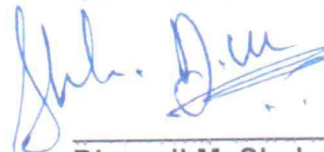
iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 12<sup>th</sup> AGM and thereafter, the same shall be handed over to the Chairman / Company Secretary for safe keeping.

Based on the above information, you may accordingly declare the result of e-voting.

FOR DHRUMIL M SHAH & CO.  
UDIN: F008021D000624681



Dhrumil M. Shah  
Practicing Company Secretary  
FCS 8021; CP 8978  
PR 995/2020

Place: Mumbai  
Date: July 14, 2022



Countersigned by  
For Borosil Limited



Anshu Arvind Agarwal  
Company Secretary & Compliance  
Officer