



# 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/2019/37

Date: 11/03/2019

To The Manager <b>The BSE Limited</b> Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street; Mumbai 400001  Security ID : <b>BEPL</b> Security Code: <b>500052</b>	To <b>The National Stock Exchange of India Ltd.</b> Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.  Symbol : <b>BEPL</b>
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**Sub:** Disclosure of voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR 2015**").

Dear Sir/Madam,

WE wish to inform that the members of the Company have through Postal Ballot (including voting by electronic means) approved the following resolutions with requisite majority:

1. Re-appointment of Dr. B. S. Bhesania (DIN: 00026222) as an Independent Director of the Company for a second consecutive term of 5 years w.e.f April 1, 2019;
2. Re-appointment of Mr. M. C. Gupta (DIN:01362556) as an Independent Director of the Company for a second consecutive term of 5 years w.e.f April 1, 2019;
3. Re-appointment of Mr. Dilip Kumar (DIN: 06882358) as an Independent Director of the Company for a second consecutive term of 5 years w.e.f April 1, 2019;
4. Re-appointment of Mr. Babulal M. Bhansali (DIN: 00102930) as a Managing Director of the Company for a period of 5 (Five) years w.e.f April 1, 2019.

In this connection, attached are following documents:


- a. Details regarding voting result in prescribed format pursuant to Regulation 44 (3) of the SEBI LODR 2015 (**Refer Annexure A**);
- b. Consolidated Scrutinizer's Report issued by M/s Rathi & Associates, Practicing Company Secretaries, dated 11<sup>th</sup> March, 2019 (**Refer Annexure B**).

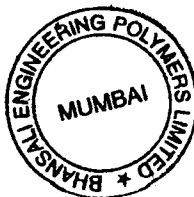
Kindly take the above on records.

Thanking you,

Yours faithfully,

**For Bhansali Engineering Polymers Limited**

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

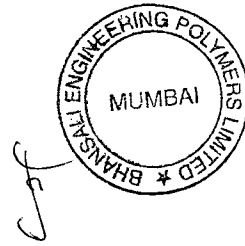


Encl: as above

"Annexure A"

**Details of the voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

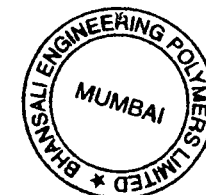
Date of Postal Ballot Notice	27 <sup>th</sup> January, 2019
Date of Declaration of Results of Postal Ballot	11 <sup>th</sup> March, 2019
Total number of shareholders on record date (i.e. 1 February, 2019)	60277
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable



Agenda-wise Disclosure

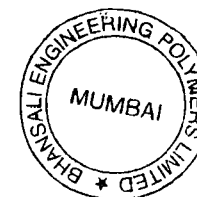
Bhansali Engineering Polymers Limited								
Resolution Required : (Special)			1 - Re-appointment of Dr. B. S. Bhesania (DIN: 00026222) as an Independent Director for a period of 5 (five) years w.e.f. April 1, 2019.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	91250000	91250000	100.0000	91250000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>91250000</b>	<b>100.0000</b>	<b>91250000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7396253	4213922	56.9737	2379446	1834476	56.4663	43.5337
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4213922</b>	<b>56.9737</b>	<b>2379446</b>	<b>1834476</b>	<b>56.4663</b>	<b>43.5337</b>
Public Non Institutions	E-Voting	67259387	4041371	6.0086	4033465	7906	99.8044	0.1956
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		94046	0.1398	93643	403	99.5715	0.4285
	<b>Total</b>		<b>4135417</b>	<b>6.1484</b>	<b>4127108</b>	<b>8309</b>	<b>99.7991</b>	<b>0.2009</b>
<b>Total</b>		<b>165905640</b>	<b>99599339</b>	<b>60.0337</b>	<b>97756554</b>	<b>1842785</b>	<b>98.1498</b>	<b>1.8502</b>

% rounded off to nearest number



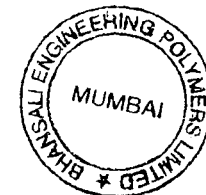
Bhansali Engineering Polymers Limited								
Resolution Required : (Special)			2 - Re-appointment of Mr. M. C. Gupta (DIN: 01362556) as an Independent Director for a period of 5 (five) years w.e.f. April 1, 2019.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	91250000	91250000	100.0000	91250000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>91250000</b>	<b>100.0000</b>	<b>91250000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7396253	4213922	56.9737	2379446	1834476	56.4663	43.5337
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4213922</b>	<b>56.9737</b>	<b>2379446</b>	<b>1834476</b>	<b>56.4663</b>	<b>43.5337</b>
Public Non Institutions	E-Voting	67259387	4041373	6.0086	4033483	7890	99.8048	0.1952
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		94059	0.1398	92934	1125	98.8039	1.1961
	<b>Total</b>		<b>4135432</b>	<b>6.1485</b>	<b>4126417</b>	<b>9015</b>	<b>99.7820</b>	<b>0.2180</b>
<b>Total</b>		<b>165905640</b>	<b>99599354</b>	<b>60.0337</b>	<b>97755863</b>	<b>1843491</b>	<b>98.1491</b>	<b>1.8509</b>

% rounded off to nearest number



Bhansali Engineering Polymers Limited								
Resolution Required : (Special)			3 - Re-appointment of Mr. Dilip Kumar (DIN: 06882358) as an Independent Director for a period of 5 (five) years w.e.f. April 1, 2019.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	91250000	91250000	100.0000	91250000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>91250000</b>	<b>100.0000</b>	<b>91250000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7396253	4213922	56.9737	3232469	981453	76.7093	23.2907
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4213922</b>	<b>56.9737</b>	<b>3232469</b>	<b>981453</b>	<b>76.7093</b>	<b>23.2907</b>
Public Non Institutions	E-Voting	67259387	4041338	6.0086	4033407	7931	99.8038	0.1962
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		94069	0.1399	93742	327	99.6524	0.3476
	<b>Total</b>		<b>4135407</b>	<b>6.1485</b>	<b>4127149</b>	<b>8258</b>	<b>99.8003</b>	<b>0.1997</b>
<b>Total</b>		<b>165905640</b>	<b>99599329</b>	<b>60.0337</b>	<b>98609618</b>	<b>989711</b>	<b>99.0063</b>	<b>0.9937</b>

% rounded off to nearest number

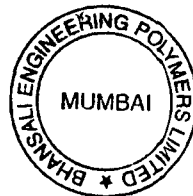


Bhansali Engineering Polymers Limited								
Resolution Required : (Ordinary)			4 - Re-appointment of Mr. Babulal M. Bhansali (DIN: 00102930) as a Managing Director for a period of 5 (Five) years w.e.f. April 1, 2019.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	91250000	74865113	82.0440	74865113	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>74865113</b>	<b>82.0440</b>	<b>74865113</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7396253	4213922	56.9737	4213922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4213922</b>	<b>56.9737</b>	<b>4213922</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	67259387	4041372	6.0086	4033490	7882	99.8050	0.1950
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		94068	0.1399	93742	326	99.6534	0.3466
	<b>Total</b>		<b>4135440</b>	<b>6.1485</b>	<b>4127232</b>	<b>8208</b>	<b>99.8015</b>	<b>0.1985</b>
<b>Total</b>		<b>165905640</b>	<b>83214475</b>	<b>50.1577</b>	<b>83206267</b>	<b>8208</b>	<b>99.9901</b>	<b>0.0099</b>

% rounded off to nearest number

For Bhansali Engineering Polymers Limited

*Bhansali*  
**Jayesh B. Bhansali**  
 (Authorised Representative)  
 Executive Director cum CFO



# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

March 11, 2019

To

Mr. Jayesh B. Bhansali (Executive Director & CFO)

**Bhansali Engineering Polymers Limited**

401, 4th Floor, Peninsula Heights,

C.D. Barfiwala Road, Andheri (West),

Mumbai - 400058

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted as per Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014**

Bhansali Engineering Polymers Limited ('the Company') vide resolution passed by its Board of Directors at their meeting held on January 27, 2019, has appointed the undersigned as the Scrutinizer to ensure that the process of voting by Postal Ballot vide Notice of Postal Ballot dated January 27, 2019 is conducted in the manner prescribed under Section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 ("the Rules of Chapter VII") and the said provisions are duly complied with.

As required under Section 110 of the Act read with Rule 22 of the Rules of Chapter VII, a Notice of Postal Ballot dated January 27, 2019 along with the Explanatory Statement under Section 102 of the Companies Act, 2013 was sent to the shareholders by courier and through electronic means along with postal ballot form and self-addressed postage pre-paid envelope returnable to the Scrutinizer, for passing of the following resolutions:

1. **Resolution No. 1** as a Special Resolution for re-appointment of Dr. B. S. Bhesania (DIN: 00026222) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f April 1, 2019;
2. **Resolution No. 2** as a Special Resolution re-appointment of Mr. M. C. Gupta (DIN: 01362556) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f April 1, 2019.



3. Resolution No. 3 as a Special Resolution for re-appointment of Mr. Dilip Kumar (DIN: 06882358) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f April 1, 2019.
4. Resolution No. 4 as an Ordinary Resolution for re-appointment of Mr. Babulal M. Bhansali (DIN: 00102930) as Managing Director of the Company for a period of 5 (Five) years w.e.f April 1, 2019.

The Company availed facility offered by Link Intime India Private Limited ("LI IPL") for providing remote e-voting facility to the members of the Company.

The Shareholders were required to complete the postal ballot form and return the same in self-addressed postage pre-paid envelope to the Scrutinizer so as to reach the Scrutinizer not later than 5.00 P.M. on Saturday, March 9, 2019 or cast their votes online through remote e-voting from 9.30 A.M. on Friday, February 8, 2019 upto 5.00 P.M. on Saturday, March 9, 2019. Accordingly, the Postal Ballot Forms received and e-votes cast upto 5.00 P.M. on Saturday, March 9, 2019 have been considered for my scrutiny. As required under Rule 22(10) of the Rules of Chapter VII, a register has been maintained and particulars of all postal ballot forms received from the members have been recorded therein.

A summary of voting through postal ballot forms and remote e-voting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by shareholders through postal ballot forms and remote e-voting in respect of the above mentioned resolutions may accordingly be declared.

I further report that:

- a. We have received all the documents as mentioned in Sections 105 and 113 of the Companies Act, 2013 and other applicable provisions under the relevant Rules thereunder; and





b. The Registers, all other papers and relevant records relating to Remote E-Voting and Postal Ballot shall remain in my safe custody until the Chairman considers, approves and signs the summary of proceedings of Postal Ballot and thereafter the same will be handed over to the Chairman/Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES  
COMPANY SECRETARIES



HIMANSHU S. KAMDAR  
PARTNER

Membership No. FCS 5171

COP No. 3030

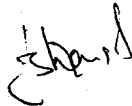


Place: Mumbai

Date: March 11, 2019

COUNTERSIGNED BY

For BHANSALI ENGINEERING POLYMERS LIMITED



JAYESH B. BHANSALI  
(Authorized Representative)  
EXECUTIVE DIRECTOR & CFO  
DIN: 01062853



Place: Mumbai

Date: March 11, 2019

Annexure

Resolution No. 1 as a Special Resolution for re-appointment of Dr. B. S. Bhesania (DIN: 00026222) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f April 1, 2019

Sr. No.	Particulars	No. of Postal Ballot Forms/ remote e-voting confirmations	No. of Shares voted
a.	Votes casted through postal ballot forms	194	1,12,828
b.	Remote e-voting confirmations received	100	9,95,05,570
	<b>Total</b>	<b>294</b>	<b>9,96,18,398</b>
c.	Less: Invalid Postal Ballot forms/Remote e-voting confirmations	27	19,059
d.	<b>Valid Postal Ballot Forms/Remote e-voting confirmations</b>	<b>267</b>	<b>9,95,99,339</b>
(i)	Postal Ballot Forms/remote e-voting confirmations with assent for the Resolution	247	9,77,56,554
	<b>Percentage (%) of Assent</b>		<b>98.15</b>
(ii)	Postal Ballot Forms/remote e-voting confirmation with dissent for the Resolution	20	18,42,785
	<b>Percentage (%) of Dissent</b>		<b>1.85</b>



Resolution No. 2 as a Special Resolution for re-appointment of Mr. M. C. Gupta (DIN: 01362556) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f April 1, 2019.

Sr. No.	Particulars	No. of Postal Ballot Forms/ remote e-voting confirmations	No. of Shares voted
a.	Votes casted through postal ballot forms	194	1,12,828
b.	Remote e-voting confirmations received	100	9,95,05,585
	<b>Total</b>	<b>294</b>	<b>9,96,18,413</b>
c.	Less: Invalid Postal Ballot forms/Remote e-voting confirmations	27	19,059
d.	<b>Valid Postal Ballot Forms/Remote e-voting confirmations</b>	<b>267</b>	<b>9,95,99,354</b>
	(i) Postal Ballot Forms/remote e-voting confirmations with assent for the Resolution	245	9,77,55,863
	<b>Percentage (%) of Assent</b>		<b>98.15</b>
	(ii) Postal Ballot Forms/remote e-voting confirmation with dissent for the Resolution	22	18,43,491
	<b>Percentage (%) of Dissent</b>		<b>1.85</b>



Resolution No. 3 as a Special Resolution for re-appointment of Mr. Dilip Kumar (DIN: 06882358) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f April 1, 2019.

Sr. No.	Particulars	No. of Postal Ballot Forms/ remote e-voting confirmations	No. of Shares voted
a.	Votes casted through postal ballot forms	194	1,12,828
b.	Remote e-voting confirmations received	100	9,95,05,593
	<b>Total</b>	<b>294</b>	<b>9,96,18,421</b>
c.	Less: Invalid Postal Ballot forms/Remote e-voting confirmations	28	19,092
d.	<b>Valid Postal Ballot Forms/Remote e-voting confirmations</b>	<b>266</b>	<b>9,95,99,329</b>
(i)	Postal Ballot Forms/remote e-voting confirmations with assent for the Resolution	246	9,86,09,618
	<b>Percentage (%) of Assent</b>		<b>99.01</b>
(ii)	Postal Ballot Forms/remote e-voting confirmation with dissent for the Resolution	20	9,89,711
	<b>Percentage (%) of Dissent</b>		<b>0.99</b>



Resolution No. 4 as an Ordinary Resolution for re-appointment of Mr. Babulal M. Bhansali (DIN: 00102930) as the Managing Director of the Company for a period of 5 (Five) years w.e.f April 1, 2019.

Sr. No.	Particulars	No. of Postal Ballot Forms/ remote e-voting confirmations	No. of Shares voted
a.	Votes casted through postal ballot forms	194	1,12,828
b.	Remote e-voting confirmations received	100	9,95,05,593
	<b>Total</b>	<b>294</b>	<b>9,96,18,421</b>
c.	Less: Invalid Postal Ballot forms/Remote e-voting confirmations	28	1,64,03,946
d.	<b>Valid Postal Ballot Forms/Remote e-voting confirmations</b>	<b>266</b>	<b>8,32,14,475</b>
(i)	Postal Ballot Forms/remote e-voting confirmations with assent for the Resolution	255	8,32,06,267
	<b>Percentage (%) of Assent</b>		<b>99.99</b>
(ii)	Postal Ballot Forms/remote e-voting confirmations with dissent for the Resolution	11	8,208
	<b>Percentage (%) of Dissent</b>		<b>0.01</b>

