



bhansali ENGINEERING polymers limited

CIN : L27100MH1984PLC032637

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

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BEPL/SEC/2020/235**26th September, 2020**

To,
The BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Security Code : **500052**

To,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra- Kurla Complex,
Bandra (East), Mumbai- 400 051

Security Code: **BEPL**

Subject: Scrutinizer's Report on the voting results of the business transacted at the 36th Annual General Meeting (AGM)

Dear Sir/Madam,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 please find attached the Report of the Scrutinizer dated 26th September, 2020 on the voting results of the businesses transacted at the 36th AGM of the Company.

The Scrutinizer's Report is also available on the website of the Company at www.bhansaliabs.com

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Bhansali Engineering Polymers Limited

Ashwin M. Patel
Company Secretary & GM (Legal)



Attached: As above

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

September 26, 2020

The Chairman,
Bhansali Engineering Polymers Limited
401, 4th Floor, Peninsula Heights,
C. D. Barfiwala Road, Andheri (West),
Mumbai 400 058

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting during the 36th Annual General Meeting of the Members of Bhansali Engineering Polymers Limited held on September 26, 2020

Bhansali Engineering Polymers Limited ("the Company") vide resolution of its Board of Directors dated June 16, 2020 appointed Mr. Himanshu S. Kamdar (Membership No. FCS 5171), Partner of M/s Rathi & Associates, Company Secretaries, as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting conducted at the 36th Annual General Meeting ("AGM") held on Saturday, September 26, 2020 on the resolutions contained in the Notice dated June 16, 2020 for the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC") without the physical presence of the Members at a common venue and in compliance with Circular No. 20/2020 dated May 5, 2020 read with Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 (collectively "Circulars") issued by the Ministry of Corporate Affairs ("MCA"). The Company had provided e-voting facility at the AGM for those

shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting prior to the AGM and e-voting at AGM on the resolutions contained in the aforesaid Notice of the 36th AGM of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to AGM and e-voting conducted at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes casted "In Favour" or "Against" the resolutions, based on the reports generated from the system related to remote e-voting prior to AGM and e-voting conducted at the AGM, of Link Intime India Private Limited, the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting conducted at the AGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India, Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by electronic means. In compliance with the provisions of MCA circulars, the AGM of the Company was held through VC. Following resolutions were proposed for approval by remote e-voting prior to AGM and e-voting conducted at the AGM by the Members of the Company:

1. **Resolution No. 1** as an **Ordinary Resolution** for adoption of:
 - a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon;
 - b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.
2. **Resolution No. 2** as an **Ordinary Resolution** for declaration of dividend on Equity Shares of Re 1/- each for the Financial Year ended March 31, 2020.

3. **Resolution No. 3** as an **Ordinary Resolution** for re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), who retired by rotation and, being eligible, had offered himself for re- appointment.
4. **Resolution No. 4** as an **Ordinary Resolution** for ratification of remuneration payable to M/s Joshi Apte & Associates, Cost Accountants, Pune (FRN-000240), Cost Auditors of the Company for the Financial Year 2020-21.
5. **Resolution No. 5** as an **Ordinary Resolution** for re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853) as an Executive Director cum CFO of the Company for a further period of 5 years w.e.f. 1st April, 2021 to 31st March, 2026 and payment of remuneration to him.
6. **Resolution No. 6** as an **Ordinary Resolution** for appointment of Mr. Jaivardhan (DIN: 08750324) who was appointed as an Additional Director by the Board of Directors of the Company w.e.f. 16th June, 2020 and who held office upto the date of 36th Annual General Meeting, as a Director of the Company.
7. **Resolution No. 7** as an **Ordinary Resolution** for appointment of Mr. Jaivardhan (DIN: 08750324) as a Whole-Time Director of the Company for a period of 5 years w.e.f. 16th June 2020 to 15th June 2025 and payment of remuneration to him.

Remote e-voting facility was made available to shareholders of the Company to cast their votes from 9.30 a.m. (IST) of Wednesday, September 23, 2020 upto 5.00 p.m. (IST) of Friday, September 25, 2020. The shareholders who casted votes through remote e-voting prior to AGM, were not entitled to cast votes through e-voting conducted at the AGM. Accordingly, votes casted through remote e-voting upto 5.00 p.m. (IST) of Friday, September 25, 2020 and votes casted through e-voting conducted at the 36th AGM have been considered for my scrutiny.

After the conclusion of the 36th Annual General Meeting, the details of voting through remote e-voting prior to AGM and e-voting conducted at the AGM were unlocked. A summary of the votes casted by the Members through remote e-voting prior to AGM and e-voting conducted at the AGM with their pattern of voting is as per **Annexure** attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting conducted at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the meeting or Managing Director or Executive Director cum CFO as authorized in this regard by the Board of Directors of the Company.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

HIMANSHU
SHANTILAL
KAMDAR
HIMANSHU S. KAMDAR
PARTNER
M. NO.: FCS 5171
COP NO.: 3030
UDIN: F005171B000782057

Digitally signed by HIMANSHU SHANTILAL
KAMDAR
DN: cn=Himanshu Kamdar,
ou=Rathi & Associates, postalCode=400001,
serialNumber=19996133062300234888463,
c=IN, postalCode=400001,
st=MAHARASHTRA,
serialNumber=168336635613706113863,
o=Himanshu Kamdar,
ou=Himanshu Kamdar,
cn=Himanshu Kamdar
Date: 2020.09.28 17:15:25 +05'30'

**COUNTERSIGNED BY
For BHANSALI ENGINEERING POLYMERS LIMITED**

BABULAL M
BHANSALI

Digitally signed by BABULAL M BHANSALI
DN: cn=Mr. Babulal M Bhansali, postalCode=400027,
ou=Engineering Polymers Limited,
serialNumber=1550804393745054933,
c=IN, postalCode=400027,
ou=Engineering Polymers Limited,
cn=BABULAL M BHANSALI
Date: 2020.09.28 17:48:15 +05'30'

B.M. BHANSALI
MANAGING DIRECTOR
(DIN: 00102930)

ANNEXURE

Summary of votes casted by way of remote e-voting prior to AGM and e-voting conducted at the AGM for each of the resolutions is given below:

Resolution No. 1 as an Ordinary Resolution for adoption of:

- a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon;
- b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.

Sr. No.	Particulars	Resolution 1	
		No. of members who voted	No. of Votes
a.	Votes casted through e-voting conducted at AGM	33	2,44,282
b.	Votes casted through remote e-voting prior to AGM	94	9,82,84,992
	Total	127	9,85,29,274
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	127	9,85,29,274
	(i) Voting with assent for the Resolution	127	9,85,29,274
	% of Assent		100
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-

Resolution No. 2 as an Ordinary Resolution for declaration of dividend on Equity Shares of Re 1/- each for the Financial Year ended March 31, 2020.

Sr. No.	Particulars		Resolution 2	
			No. of members who voted	No. of votes
a.	Votes casted through e-voting conducted at AGM		33	2,44,232
b.	Votes casted through remote e-voting prior to AGM		93	9,82,84,982
	Total		126	9,85,29,214
c.	Less: Invalid e-voting/remote e-voting		-	-
d.	Net valid Voting		126	9,85,29,214
	(i)	Voting with assent for the Resolution	124	9,85,18,214
		% of Assent		99.99
	(ii)	Voting with dissent for the Resolution	2	11,000
		% of Dissent		0.01

Resolution No. 3 as an **Ordinary Resolution** for re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), who retired by rotation and, being eligible, had offered himself for re- appointment.

Sr. No.	Particulars	Resolution 3	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting conducted at AGM	33	2,44,282
b.	Votes casted through remote e-voting prior to AGM	93	9,82,84,982
	Total	126	9,85,29,264
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	126	9,85,29,264
	(i) Voting with assent for the Resolution	121	9,79,93,766
	% of Assent		99.46
	(ii) Voting with dissent for the Resolution	5	5,35,498
	% of Dissent		0.54

Resolution No. 4 as an **Ordinary Resolution** for ratification of remuneration payable to M/s Joshi Apte & Associates, Cost Accountants, Pune (FRN-000240), Cost Auditors of the Company for the Financial Year 2020-21.

Sr. No.	Particulars		Resolution 4	
			No. of members who voted	No. of votes
a.	Votes casted through e-voting conducted at AGM		33	2,44,282
b.	Votes casted through remote e-voting prior to AGM		93	9,82,84,982
	Total		126	9,85,29,264
c.	Less: Invalid e-voting/remote e-voting		-	-
d.	Net valid Voting		126	9,85,29,264
	(i)	Voting with assent for the Resolution	121	9,85,21,264
		% of Assent		99.99
	(ii)	Voting with dissent for the Resolution	5	8,000
		% of Dissent		0.01

Resolution No. 5 as an **Ordinary Resolution** for re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853) as an Executive Director cum CFO of the Company for a further period of 5 years w.e.f. 1st April, 2021 to 31st March, 2026 and payment of remuneration to him.

Sr. No.	Particulars	Resolution 5	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting conducted at AGM	33	2,44,282
b.	Votes casted through remote e-voting prior to AGM	93	9,82,84,982
	Total	126	9,85,29,264
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	126	9,85,29,264
	(i) Voting with assent for the Resolution	122	9,85,22,264
	% of Assent		99.99
	(ii) Voting with dissent for the Resolution	4	7,000
	% of Dissent		0.01

Resolution No. 6 as an Ordinary Resolution for appointment of Mr. Jaivardhan (DIN: 08750324) who was appointed as an Additional Director by the Board of Directors of the Company w.e.f. 16th June, 2020 and who held office upto the date of 36th Annual General Meeting, as a Director of the Company.

Sr. No.	Particulars	Resolution 6	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting conducted at AGM	33	2,44,282
b.	Votes casted through remote e-voting prior to AGM	93	9,82,84,982
	Total	126	9,85,29,264
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	126	9,85,29,264
	(i) Voting with assent for the Resolution	122	9,85,22,264
	% of Assent		99.99
	(ii) Voting with dissent for the Resolution	4	7,000
	% of Dissent		0.01

Resolution No. 7 as an Ordinary Resolution for appointment of Mr. Jaivardhan (DIN: 08750324) as a Whole-Time Director of the Company for a period of 5 years w.e.f. 16th June 2020 to 15th June 2025 and payment of remuneration to him.

Sr. No.	Particulars	Resolution 7	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting conducted at AGM	33	2,44,282
b.	Votes casted through remote e-voting prior to AGM	93	9,82,84,982
	Total	126	9,85,29,264
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	126	9,85,29,264
	(i) Voting with assent for the Resolution	122	9,85,22,264
	% of Assent		99.99
	(ii) Voting with dissent for the Resolution	4	7,000
	% of Dissent		0.01