

## BSL Ltd.

Regd. Office: 26 Industrial Area. P.O. Box No. 17, Gandhi Nagar, BHILWARA - 311 001 (Rajasthan) INDIA Tel.: (91-1482) 246801 (6 Lines), Fax: (91-1482) 246342, 246807 E-mail: exports@bslsuitings.com, Website: www.bslltd.com (Govt. Recognised Export Trading House)



REF: BSL/PJ/2016-17/

Dated: 26/09/2016

Online Submission

## National Stock Exchange of India Ltd

Exchange Plaza, 5<sup>th</sup> Floor Bandra – Kurla Complex, Bandra (E) Mumbai, Maharashtra 400 051 Bombay Stock Exchange of India Ltd

Phiroze Jeejeebhoy Towers Dalal Street Kala Ghoda, Fort Mumbai, Maharashtra 400 001

Subject: Voting Results of the 45<sup>th</sup> Annual General Meeting of the Company held on Saturday, 24<sup>th</sup> September, 2016 along with Scrutinizer Report

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirement), 2015, we are submitting herewith the details regarding the voting results of business transacted at 45<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company held at Saturday, 24<sup>th</sup> September, 2016, in the prescribed format as 'Annexure I'.

Agenda -wise summary of the each item is as follow:

S No.	Details of Agenda	Resolution (Ordinary/Special)	Mode of Voting	Results
1.	To Consider and Adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2016, together with the Reports of the Board of Directors and Auditors thereon	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority
2.	Declaration of Dividend on Equity Shares	Ordinary Resolution	E-Voting& Poll	Approved By Requisite Majority
3.	Re appointment of Shri Ravi Jhunjhunwala who retires by rotation	Ordinary Resolution	E-Voting& Poll	Approved By Requisite Majority
4.	Appointment of Auditors and fixing their remuneration	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority
5.	Approval of the Remuneration of Cost Auditors	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority

















## BSL Ltd.

Regd. Office: 26 Industrial Area. P.O. Box No. 17, Gandhi Nagar, BHILWARA - 311 001 (Rajasthan) INDIA Tel.: (91-1482) 246801 (6 Lines), Fax: (91-1482) 246342, 246807 E-mail: exports@bslsuitings.com, Website: www.bslltd.com



(Govt. Recognised Export Trading House)

6.	Approval for Related Party Transactions	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority
7.	Revision in the remuneration of Shri Arun Churiwal, Chairman and Managing Director of Company	Special Resolution	E-Voting & Poll	Approved By Requisite Majority
8.	Revision in the remuneration of Shri Nivedan Churiwal, Joint Managing Director of Company	Special Resolution	E-Voting & Poll	Approved By Requisite Majority

We are also enclosing the Consolidated Report of the scrutinizer on e-voting and Polling for AGM. The copy of the same is being uploaded on the website of the Company.

Kindly take the same on records and acknowledge.

Thanking You,

Yours Faithfully,
For BSL Limited LIMI

Praveen Jain WWARP CFO & Co. Secretary

Enc. a/a













Voting Results of 45th Annual General Meeting of BSL Limited Regultion 44(3) of SEBI (Listing Obligations and Disclosures Requirement) Regulation

Date of AGM  Total number of Shareholdrs on record date  Total number of Shareholdrs on record date  No. of Shareholders present in the meeting either in person or through proxy  Promoters and promoter group:  Public:  Spannoters and promoter group:  Promoters and promoter group:  Promoters and promoter group:  Promoters and promoter group:  Not Provided	inclaints and property of starting configurations and discussives requiremently regulations, 2015	mement, regulations, 2015
ecord date e meeting either in person or through proxy meeting through video conferencing	ste of AGM	24th September, 2016
e meeting either in person or through proxy	ital number of Shareholdrs on record date	9682
meeting through video conferencing	o. of Shareholders present in the meeting either in person or through proxy	- Altribu
meeting through video conferencing	omoters and promoter group:	21
meeting through video conferencing	blic	
	o. of Shareholders attended the meeting through video conferencing	
	omoters and promoter group:	
	blic	Not Provided

Resolution: 1 Ordinary Resolution- Adoption of Balance Sheet and Profit & Loss Account for the Year ended 31st March, 2016 and the reports of Auditors and Directors thereon	solution- Adoptio	n of Balance She	et and Profit & L	oss Account for the Yea	r ended 31st Marc	h, 2016 and the	reports of Auditors an	d Directors thereon
Whether promoter/ promoter group		are interested in the agenda/ resolution: No	genda/ resolution	n: No				
Category	Mode of Voting	No. of Share 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	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoter and Promoter	E-voting	5809072	5809072		5809072		0 100	
Group	Poll		0	0	0		0	0
	Postal Ballot (if Applicable)		NA	NA	NA	Z	Z	NA
	Total	5809072	5809072	100	5809072		0 100	0
Public-Institutions	E-voting	432557	0					
	Poll		0	0	0		0	0
	Postal Ballot (if Applicable)		NA	NA	NA	NA	AN	NA
	Total	432557	0	0	0		0	0
Public-Non Institutions	E-voting	4050539	69018	1.70	69018		10	0
	Poll		0	00:00	0		0	0
	Postal Ballot (if Applicable)		NA	NA	NA	NA	Z	NA
	Total	4050539	81069	1.70	69018		0 100	0
Total		10292168	5878090	57.11	5878090		0 100	0



Whether promoter/ promoter group a	Whether promoter/ promoter group are interested in the	terested in the ag	are interested in the agenda/ resolution: No	n: No				
Category	Mode of Voting No. of Share held	No. of Share 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	% of Votes against on votes polled
		3	(0)	(2)-[(2)/[1]]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
		(1)	(7)	1-111-11-161	500007		100	
Promoter and Promoter	E-voting		5809072	OT	200000			
Collin	Poll	200002		0			NA NA	AN
dnois	Postal Ballot (if	2803077	NA	AN	NA		NA.	
	Applicable)						100	
	Total	5809072	5809072	100	2706085			
	lotal			0		0	0	
Public-Institutions	E-voting					0	0	0
	Poll	732557					AN	NA
	Postal Ballot (if			NA	42			
	Applicable)						0	0
	Total	432557	7	0			1001	-
			69018	1.70	69018	00	OT O	
Public-Non Institutions	_	T		000		0	0	0
	Poll	4050539			MA		NA	AN
	Postal Ballot (if			NA NA				
	Applicable)				81000	0	0 100	0
	Total	4050539	81069 6		1		100	0
		10707168	5878090	57.11	0608/85	0		

Resolution: 3 Ordinary Resolution-Re-appointment of Shri Rayl Intufficultimate, with Texture of Shring Shri	solution-Re-appo	-appointment of Shri Kavi Junijitunwaia, with	avi Jhunjinuriwan	n: No				
Whether promoter/ promoter group	orei Broup are in							
Category	Mode of Voting	No. of Share 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
		141	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
		(1)	5800077		5809072		0 100	0
Promoter and Promoter	E-voting		- Constant		0		0	
Group	Poll Postal Ballot (if	5809072	Z	Z	NA	NA	A	NA
	Applicable)			001	5809072		0 100	0
	Total	5809072	280307				0	0
Public-Institutions	E-voting						0	0
	Poll	11001		0			VN .	AN
	Postal Ballot (if	432557	NA	NA	AN	I	NA	
	Applicable)					0	0	0
	Total	432557		5	2000		100	0
and the state of the state of	Evoting		69018	8 1.70	PANTS	0		
Public-Non Institutions				0.00		0	0	
	Postal Ballot (if	4050539		NA	NA		NA	NA
	Applicable)				00000	0	100	0
	Total	4050539	69018			0		
		40202460	0008265	57.11	0608285	0	OT	

Resolution: 4 Ordinary Resolution- Appointment of Auditor and fix their remuneration wheether promotes / promotes prom are interested in the agenda / resolution: No	esolution- Appoint	ppointment of Auditor and fix their remuners	and fix their rem	uneration n: No				
whether promoter/ pro-	liotes group are in		Carried Carried					
Category	Mode of Voting	Voting No. of Share 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)/(5)]*100
Promoter and Promoter	E-voting		5809072	100	5809072		0 100	0
Group	Poll	-	0	0	0		0 0	0
	Postal Ballot (if Applicable)	2803072	NA	NA	NA		NA	NA
	Total	5809072	5809072	100	5809072		0 100	0
Public-Institutions	E-voting		0	0	0		0	0
	Poll			0	0	10	0 0	0
	Postal Ballot (if	432557	NA	NA	NA		NA.	NA
	Total	432557		0		0	0 0	0
Public-Non Institutions	_		69018	1.70	69018	3	0 100	0
	Poll		0	00:00		0	0	0
	Postal Ballot (if Applicable)	4050539	NA	A NA	NA		NA	NA
	Total	4050539	9 69018	3 1.70	81069	00	0 100	0
Total		10292168	3 5878090	57.11	5878090	0	0 100	0

148

ter and Promoter group are interested in the agenda/ resolution  for and Promoter E-voting No. of Share No. of Votes held polled  for and Promoter E-voting No. of Share No. of Votes held polled  Fostal Ballot (if S809072 S809072 Poll Postal Ballot (if Postal Ballo	resolution, 3 Olumaly hesolution Application in the nemarcial of the	יייייייייייייייייייייייייייייייייייייי							
ry         Mode of Voting held         No. of Share held         No. of Votes           ter and Promoter F-voting Poll         (1)         (2)           ter and Promoter Poll         5809072         5809072           Applicable)         5809072         NA           Institutions         E-voting         67918           Non Institutions         E-voting         67918           Poll         4050539         67918           Postal Ballot (if Applicable)         4050539         67918	r promoter/ promot		terested in the ag	genda/ resolution	NO.				
ter and Promoter				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
ter and Promoter			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(5)]*100	(7)=[(5)/(5)]*100
Poll   S809072   Postal Ballot (if Applicable)   Total   Tot		-voting		5809072	100	5809072		0 100	0
Applicable   S809072   S809072		IIo	2000		0	0		0	0
Total   S809072   S80907	I a	ostal Ballot (if	2809072		NA	NA		NA	NA
Total   5809072   580907   5	A	(pplicable)							
E-voting	F	otal	5809072		100	5809072		0 100	0
Poil   432557     Postal Ballot (if Applicable)   432557     Total		-voting		0	0	0		0	0
Applicable   432557   Applicable   Applicable   Applicable   A32557   Applicable   A32557   Applicable   A050539   Applicable   Applicable   A050539   Applicable   Applicable   A050539   Applicable   Applicable   A050539   A050539   Applicable   A050539		llo			0	0		0	0
Applicable   432557   Total	10-	al Ba	432557		NA	NA		NA	NA
Total	N.	(pplicable)							
-Non Institutions E-voting 679  Poll Postal Ballot (if Applicable) 4050539  Total 679		otal	432557		0		0	0	0
Poll 4050539 Postal Ballot (if Applicable) Total 675		-voting		67918	1.677	67818		100 99.85	5 0.15
Applicable) 4050539 679 Total		llo			00:00	0	0	0	0
Applicable) Total 4050539	4	al Ba	4050538		NA	NA		NA	NA
Total 4050539	Q.	(pplicable)							
444		otal	4050539		1.68	67818		100	0.15
			10292168	5876990	57.10	5876890		100 99.99	0.01

ED

MARP



Resolution: 6 Ordinary Resolution- A Whether promoter/ promoter group	9 0	Approval for Related Party Transactions are interested in the agenda/resolution: Yes	ty Transactions genda/ resolution	n: Yes				
Category	Mode of Voting	Voting No. of Share 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)/(5)]*100
Promoter and Promoter	E-voting		0	0	0		0	0
Groun	Poll	-	0	0		0	0 0	0
	Postal Ballot (if Applicable)	2803017	NA	NA	NA		NA	NA
	Total	5809072	0	0		0	0 0	0
Public-Institutions	E-voting		0	0		0	0	0
	Poll		0	0		0	0	0
	Postal Ballot (if	432557	AN	NA	NA		NA	NA
	Total	432557	0	0		0	0 0	0
Public-Non Institutions E-voting	E-voting		69018	1.70	68720		298 99.57	0.43
	Poll		0	00:00		0	0	0
	Postal Ballot (if Applicable)	4050539	NA	NA	NA		NA	
	Total	4050539	69018	3 1.70	68720		298 99.57	0.43
Total		10292168	81069	29.0	68720		298 99.57	0.43

Whether promoter / promoter group are interested in the agenda/ resolution: Yes	noter group are in	ire interested in the agenda/ resolution: Yes	genda/ resolution	1: Yes				
whether plomoter, pro-	100000000000000000000000000000000000000							
Category	Mode of Voting	No. of Share 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)/(5)]*100
Promoter and Promoter	E-voting		4732156	81.46	4732156		0 100.00	
Group	Poll	-	0	0	0		0	
	Postal Ballot (if	280807	NA	NA	AN	AN	NA	NA
	(Applicable)						2	
	Total	5809072	4732156	81.46	4732156		0 100	
Public-Institutions	E-voting		0	0	0		0	
	Poll	1	0	0	0		0 0	
	Postal Ballot (if	437257	NA	NA	NA	92	NA	NA
	(Applicable)							
	Total	432557		0		0	0	
Public-Non Institutions	_		69018	1.70	68720	298	8 99.57	0.43
	Poll			0.00		0	0	
	Postal Ballot (if Applicable)	4050539	NA	NA	NA		NA	
	Total	4050539	69018	1.70	68720	298	86 99.57	0.43
Total		10292168	4801174	46.65	4800876		298 99.99	0.01

Resolution: 8 Special Resolution- Revision in remuneration of Shir Nivedan Churiwai, Joint Managing Director of the Company Whether promoter/ promoter group are interested in the agenda/ resolution: Yes	olution- Kevision i noter group are in	n remuneration of	nsion in remuneration of Shri Nivedan Churiw are interested in the agenda/ resolution: Yes	nuriwal, John Managui n: Yes	א חוופניטו סו מווב ס	Allibally		
Category	Mode of Voting	Voting No. of Share 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)=[(5)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoter and Promoter	E-voting		5148001	88.62	5148001		0 100.00	0
Group	Poll	-	0	0	0		0 0	0
	Postal Ballot (if Applicable)	2809072	NA	NA	NA		NA	NA
	Total	5809072	5148001	88.62	5148001		0 100	0
Public-Institutions	E-voting		0	0	0	7222	0	0
	Poll	1	0	0	0		0	0
	Postal Ballot (if Applicable)	45255/	NA	NA	NA		NA	NA
	Total	432557	0	0	0		0	0
Public-Non Institutions E-voting	E-voting		68018	1.68	67720	298	8 99.56	0.44
	Poll	400000	0	0.00	0		0	0 0
	Postal Ballot (if Applicable)	4020232	NA	NA	NA		NA	NA
	Total	4050539	9 68018	3 1.68	67720	298	99.56	5 0.44
Total	1	10292168	5216019	90.08	5215721	298	8 99.99	9 0.01

Praveen Jain CFO & Co. Secretary

## **COMPANY SECRETARY**

2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

## Scrutinizer's Report

To, Chairman

45<sup>th</sup> Annual General Meeting of the Equity Shareholders of BSL Ltd. held on Saturday, 24 September, 2016 at 11.00 A.M. at 26, Industrial Area, Gandhi Nagar, Bhilwara – 311 001.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and Polling for 45<sup>th</sup> Annual General Meeting of Equity Shareholders held on 24<sup>th</sup> September, 2016.

Pursuant to the resolution passed by the Board of Directors of **BSL Limited** (hereinafter referred to as "Company") on Wednesday, 11<sup>th</sup> May, 2016, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 45<sup>th</sup> Annual General Meeting (hereinafter referred to as "AGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the Notice to the 45<sup>th</sup> AGM of the members of the Company.

To enable wider participation of equity shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the rules framed thereunder vide The Companies (Management and Administration) Rules, 2014 including The Companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Regulations"), every company having its equity shares listed on Recognized Stock Exchange(s), is required to provide remote evoting facility to their shareholders on all shareholders' resolutions to be passed at general meetings or through postal ballot. Since the Company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Regulations, remote e-voting which has been made applicable, the company provided for the same.

The Company accordingly made arrangements with the system provider National Securities Depository Limited (herein after referred as "NSDL"), Depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, M/s MCS Share Transfer Agent Ltd. (herein after referred as "RTA") to set up the e-voting facility on the NSDL e-voting Website <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.

The Company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating E-Voting Event Number (EVEN) by the system provider. All necessary formalities in compliance with the requirements specified by NSDL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the AGM notice dated 11<sup>th</sup> May, 2016 sent to the shareholders by electronic means via e-mail and post. The members of the Company as on the cut-off date i.e. 17<sup>th</sup> September, 2016 were entitled to vote on the resolutions contained in the Notice to the AGM of the members of the Company.



## **COMPANY SECRETARY**

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

The notice of 45<sup>th</sup> AGM contains the following resolutions:

BUSINESS ITEMS	TYPE AND DESCRIPTION OF RESOLUTIONS
TRANSACTED AT THE AGM	Oudings, Despirition under Continu 120 and all ather
1)Ordinary Resolution: Adoption of Audited Financial Statements along with the Board's Report & Auditor's Report thereon	Ordinary Resolution under Section 129 and all other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014, as amended, to consider and adopt the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2016 together with the reports of the Board of Directors and Auditors thereon.
2)Ordinary Resolution: Declaration of final dividend on Equity Shares for the financial year 2015-16	Ordinary Resolution under Section 123 and all other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Declaration and Payment of Dividend) Rules, 2014, as amended to declare final dividend of Rs. 1.20/- per Equity Share of Rs. 10/- each for the financial year 2015-16.
3) Ordinary Resolution: Appointment of Director, liable to retire by rotation at the AGM	Ordinary Resolution under Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Appointment and Qualification of Directors) Rules, 2014, as amended to re-appoint Mr. Ravi Jhunjhunwala (DIN 00060972) as a Director, who retires by rotation at this AGM.
4) Ordinary Resolution: Re appointment of the Statutory Auditors of the Company	Ordinary Resolution under Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 to re appoint of M/s A. L. Chechani & Co., Chartered Accountants (Firm Registration No. 005341C) as Statutory Auditors of the Company.
Special Business	
5) Ordinary Resolution: Ratification of Remuneration of the Cost Auditor	Ordinary Resolution under Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014, as amended to ratify the remuneration of Cost Auditor of the Company for the financial year ending on 31 <sup>st</sup> March, 2017.
6) Ordinary Resolution: Approval for Related Party Transactions	Ordinary Resolution under Section 188 and other applicable provisions of the Companies Act, 2013, if any, and the rules made thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to approve related party transactions for the financial year 2016-17 by the Company.
7) Special Resolution: Revision in the remuneration of Mr. Arun	Special Resolution under Sections 196, 197, 198, 203 and any other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder read with Schedule V to



## **COMPANY SECRETARY**

[ 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

Churiwal, (DIN:00001718), Chairman & Managing Director the Companies Act, 2013 and in supersession of the earlier resolution passed at the 41st Annual General Meeting, to approve revision in the remuneration of Shri Arun Churiwal, (DIN:00001718), Chairman & Managing Director of the Company w.e.f. 1st April, 2016, for the remaining period of his tenure i.e. upto 31<sup>st</sup> August, 2017.

8) Special Resolution:
Revision in the remuneration of Mr.
Nivedan Churiwal, (DIN:00001749, Joint Managing Director

Special Resolution under Sections 196, 197, 198, 203 and any other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder read with Schedule V to the Companies Act, 2013 and in supersession of the earlier resolution passed at the 41st Annual General Meeting, to approve revision in the remuneration of Mr. Nivedan Churiwal, (DIN:00001749), Joint Managing Director of the Company w.e.f. 1st April, 2016, for the remaining period of his tenure i.e. upto 25<sup>th</sup> July, 2017.

Further to the above, I submit my report as under:-

- That the AGM notice dated 11<sup>th</sup> May, 2016 under section 101 of the Companies Act, 2013 was dispatched to 6,611 (Six Thousand Six Hundred and Eleven only) shareholders by means of post and 3,121 (Three Thousand One Hundred and Twenty One) shareholders by electronic means via e-mail on or before 29<sup>th</sup> August, 2016. As confirmed by management, there were 822 (Eight Hundred and Twenty Two) such envelopes containing notice of AGM which were returned undelivered and there were 276 (Two Hundred and Seventy Six) e-mails which were bounced back.
- 2) As stated in sub rule 4 of Rule 20 of The Companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of The (Management and Administration) Rules, 2014, an advertisement was published by the company on 31<sup>st</sup> August, 2016 in "The Financial Express", English newspaper in English language and in "Dainik Navjyoti" vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the AGM notices, by means of post and electronic means via e-mail, to the shareholders along with other related matters mentioned therein.
- 3) The remote e-voting period remained open from Wednesday, 21<sup>st</sup> September, 2016 at 09.00 A.M. and ended on Friday, 23<sup>rd</sup> September, 2016 at 5.00 P.M.
- 4) The members of the Company as on the cut-off date i.e. Saturday, 17<sup>th</sup> September, 2016 were entitled to vote on the resolutions.
- The empty polling box was locked and sealed in the presence of members. There was no vote cast through physical ballot. Immediately after the conclusion of the AGM, the votes cast through remote e-voting were unblocked in the presence of 2 witnesses who are not in the employment of the Company.

## COMPANY SECRETARY

( 2370 954; 93145 04821 (M) <u>E-mail: cs.vmanda@gmail.com</u> 403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001. "USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

The total number of fully paid up shares of the company outstanding as on 17<sup>th</sup> September, 2016, were 1,02,92,168. As on cut-off date, out of 9,682 (Nine Thousand Six Hundred and Eighty Two) shareholders, the following mentioned shareholders have exercised their votes through remote e-voting and none of the shareholders have exercised their votes through poll at the AGM. The results (consolidated) for the item placed for consideration by the members is given below:



## <u>MANOJ MAHESHWARI</u>

## COMPANY SECRETARY

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

Item No 1: Ordinary Resolution for Adoption of Audited Financial Statements along with the report of Board of Director's and Auditor's thereon

Total No. of Shareholders	9,682		
Total No. of Shares	1,02,92,16	8	
Remote E-voting Period	21 <sup>st</sup> Septen	nber, 2016 to 23	3rd September, 2016
,		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	Α	89	58,78,090
Total Votes cast through Polling at AGM	В	Nil	Nil
Grand Total of remote e-voting / Polling at AGM (A+B)	С	89	58,78,090
Less: Invalid/abstain remote e-voting/ Polls at AGM(On account of for/against option not indicated)	. D	Nil	Nil
indicated)		SEED WIT TAKE JES	<del>_</del>
Net remote e-voting/ Polling at AGM (C-D)	E	89	58,78,090

### **NOTES:**

i. Invalid voting was not taken into account for counting of votes.

- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

## **SUMMARY OF VOTING**

	No. of shares	No. of votes	% of	No. of votes in	No. of	% of	% of
Promoter/	held.	polled	votes	Favour	Votes	votes	votes
Public	(1)	(2)	polled	(4)	against	in	against
			on		(5)	favour	on
			outstan			on	votes
			ding	J		votes	polled
			shares		,	polled	(7)=[(
			(3)=[(2			(6)=[(	5)/(2)]
			)/(1)]*1			4)/(2)]	*100
<u> </u>			00			*100	
Promoter	58,09,072	58,09,072	100	58,09,072	Nil	100	Nil
and			ļ				
Promoter							
group	4 22 557						
Public	4,32,557	Nil	Nil	Nil	Nil	Nil	Nil
institution			ļ				
al holders							
Public-	40,50,539	69,018	1.70	69,018	Nil	100	Nil
others						_	
Total	1,02,92,168	58,78,090	57.11	58,78,090	Nil	100	Nil

Percentage of Votes cast in favour: 100% Percentage of votes cast against: 0.00

### **RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated  $11^{th}$  May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

## <u>ANOJ MAHESHWARJ</u> COMPANY SECRETARY

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001. "USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

## Item No 2: Ordinary Resolution for declaration of final dividend on Equity Shares for the financial year 2015-16

Total No. of Shareholders	9,682		<u>-</u>		
Total No. of Shares	1,02,92,168				
Remote E-voting Period	21st Septen	nber, 2016 to 23	3 <sup>rd</sup> September, 2016		
		Number of shares			
Total votes cast through remote e-voting	Α	89	58,78,090		
Total Votes cast through Polling at AGM	В	Nil	Nil		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	89	58,78,090		
Less: Invalid/abstain remote e-voting/ Polls at AGM(On account of for/against option not indicated)		Nil	Nil		
Net remote e-voting/ Polling at AGM (C-D)	Е	89	58,78,090		

### NOTES:

Invalid voting was not taken into account for counting of votes.

ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is

There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### SUMMARY OF VOTING

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on	No. of votes in Favour (4)	No. of Vote s	% of votes in favour on	% of votes against on votes polled (7)=[(5)/(2)
		·	outstan ding shares (3)=[(2 )/(1)]*1 00		again st(5)	votes polled (6)=[(4 )/(2)]* 100	]*100
Promoter and Promoter group	58,09,072	58,09,072	100	58,09,072	Nil	100	Nil
Public institution al holders	4,32,557	Nil	Nil	Nil	Nil	Nil	Nil
Public- others	40,50,539	69,018	1.70	69,018	Nil	100	Nil
Total	1,02,92,168	58,78,090	57.11	58,78,090	Nil	100	Nil

Percentage of Votes cast in favour: 100%

Percentage of votes cast against: 0.00

## **RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 123 of the Companies Act, 2013 as set out in the notice of AGM dated 11<sup>th</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

## **COMPANY SECRETARY**

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001. "USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

## Item No 3: Ordinary Resolution for appointment of Director, retired by rotation at the AGM

Total No. of Shareholders	9,682				
Total No. of Shares	1,02,92,168				
Remote E-voting Period	21st September, 2016 to 23rd September,				
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	89	58,78,090		
Total Votes cast through Polling at AGM	В	Nil	Nil		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	89	58,78,090		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	Nil	Nil		
Net remote e-voting/ Polling at AGM (C-D)	_ E	89	58,78,090		

#### **NOTES:**

Invalid voting was not taken into account for counting of votes. ì

ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is

iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

## **SUMMARY OF VOTING**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on	No. of votes in Favour (4)	No. of Votes against( 5)	% of votes in favour on	% of votes against on votes polled
			outstan ding shares (3)=[( 2)/(1)] *100			votes polled (6)=[(4 )/(2)]*1 00	(7)=[(5)/( 2)]*100
Promoter and Promoter group	58,09,072	58,09,072	100	58,09,072	Nil	100	Nil
Public institution al holders	4,32,557	Nil ,	Nil	Nil	Nil	Nil	Nil
Public- others	40,50,539	69,018	1.70	69,018	Nil	100	Nil
Total	1,02,92,168	58,78,090	57.11	58,78,090	Nil	100	Nil

Percentage of Votes cast in favour: 100%

Percentage of votes cast against: 0.00

### **RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 11th May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

# <u>MANOJ MAHESHWARI</u>

## **COMPANY SECRETARY**

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001. "USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

## Item No 4: Ordinary Resolution for re appointment of Statutory Auditor

Total No. of Shareholders	9,682				
Total No. of Shares	1,02,92,168				
Remote E-voting Period	21st September, 2016 to 23rd September,				
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	89	58,78,090		
Total Votes cast through Polling at AGM	В	Nil	Nil		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	89	58,78,090		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	Nil	Nil		
Net remote e-voting/ Polling at AGM (C-D)	E	89	58,78,090		

#### **NOTES:**

Invalid voting was not taken into account for counting of votes. í.

ij. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is

There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### **SUMMARY OF VOTING**

SUMMAN		No of votos	0/ 06	No of water in	No of	0/ of	0/ of votos
Duamate:/	No. of shares	No. of votes	% of	No. of votes in	No. of	% of	% of votes
Promoter/	held	polled	votes	Favour	Votes	votes in	against on
Public	(1)	(2)	polled	(4)	agains	favour	votes polled
			on		t(5)	on	(7)=[(5)/(2)
			outstan		ĺ	votes	]*100
			ding			polled	
			shares		[	(6)=[(4	
			(3)=[(		ı	)/(2)]*	
			2)/(1)]			100	
1			*100				
Promoter	58,09,072	58,09,072	100	58,09,072	Nil	100	Nil
and	<b>, ,</b> , ,	, -,					
Promoter			i j				
group							
Public	4,32,557	Nil	Nil	Nil	Nil	Nil	Nil
institution	,,,	1			'''		
al holders							
Public-	40,50,539	69,018	1.70	69,018	Nil	100	Nil
others	, , ,	-5,520		35,310		130	
Total	1,02,92,168	58,78,090	57.11	58,78,090	Nil	100	Nil

Percentage of Votes cast in favour: 100%| Percentage of votes cast against: 0.00

## **RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 139 of the Companies Act, 2013 as set out in the notice of AGM dated 11<sup>th</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

## COMPANY SECRETARY

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

## Item No 5: Ordinary Resolution for ratification of remuneration of the Cost Auditors

Total No. of Shareholders	9,682					
Total No. of Shares	1,02,92,168					
Remote E-voting Period	21 <sup>st</sup> September, 2016 to 23 <sup>rd</sup> September, 20					
		Number of Votes/Folio	Number of shares			
Total votes cast through remote e-voting	Α	88	58,76,990			
Total Votes cast through Polling at AGM	В	Nil	Nil			
Grand Total of remote e-voting / Polling at AGM (A+B)	С	88	58,76,990			
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	Nil	Nil			
Net remote e-voting/ Polling at AGM (C-D)	Е	88	58,76,990			

### **NOTES:**

i. Invalid voting was not taken into account for counting of votes.

- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

## **SUMMARY OF VOTING**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan	No. of votes in Favour (4)	No. of Votes against(5)	% of votes in favour on	% of votes against on votes polled
			ding			votes polled	(7)=[(5) /(2)]*10
			(3)=[( 2)/(1)] *100			(6)=[( 4)/(2)] *100	0
Promoter and Promoter group	58,09,072	58,09,072	100	58,09,072	Nil	100	Nil
Public institution al holders	4,32,557	Nil .	Nil	Nil	Nil	Nil	Nil
Public- others	40,50,539	67,918	1.67	67,818	100	99.85	0.15
Total	1,02,92,168	58,76,990	57.10	58,76,890	100	99.99	0.01

Percentage of Votes cast in favour: 99.99% | Percentage of votes cast against: 0.01% **RESULT:-**

Since, the number of votes cast in favour of the resolution is 99.99%, I report that the Ordinary resolution under Section 148 of the Companies Act, 2013 as set out in the notice of AGM dated 11<sup>th</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

# MANOJ MAHESHWARI COMPANY SECRETARY

( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.
"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

## Item No 6: Ordinary Resolution for approval of related party transactions

Total No. of Shareholders	9,682					
Total No. of Shares	1,02,92,168					
Remote E-voting Period	21st September, 2016 to 23rd September, 2016					
,	_	Number of Votes/Folio	Number of shares			
Total votes cast through remote e-voting	A	88	58,46,694			
Total Votes cast through Polling at AGM	В	Nil	Nil			
Grand Total of remote e-voting / Polling at AGM (A+B)	С	88	58,46,694			
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	23	57,77,676			
Net remote e-voting/ Polling at AGM (C-D)	E_	65	69,018			

#### NOTES:

i. Invalid voting was not taken into account for counting of votes.

ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### **SUMMARY OF VOTING**

	No. of shares	No. of votes	% of	No. of votes in	No.	% of	% of votes
Promoter/	held	polled	votes	Favour	of	votes in	against on
Public	(1)	(2)	polled	(4)	Vote	favour	votes
	(-)	(2)	on	(-)	S	on	polled
			outstan		_		
					again	votes	(7)=[(5)/(
			ding		st(5)	polled	2)]*100
			shares			(6)=[(4	
			(3)=[(2		'	)/(2)]*1	
	,		)/(1)]*1			00	
			00		_		
Promoter	58,09,072	Nil	Nil	Nil	Nil	Nil	Nil
and	}						
Promoter							
group							
Public	4,32,557	Nil	Nil	Nil	Nil	Nil	Nil
institution	, ,						
al holders							
Public-	40,50,539	69,018	1.70	68,720	298	99.57	0.43
others	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,		12,120		33.37	5.15
Total	1,02,92,168	69,018	0.67	68,720	298	99.57	0.43

Percentage of Votes cast in favour: 99.57% | Percentage of votes cast against: 0.43%

## **RESULT:-**

Since, the number of votes cast in favour of the resolution is 99.57%, I report that the ordinary resolution under section 188 of the Companies Act, 2013 as set out in the notice of AGM dated 11<sup>th</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

## COMPANY SECRETARY

## ( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.
"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

Item No 7: Special Resolution for Revision in the remuneration of Mr. Arun Churiwal. (DIN: 00001718). Chairman & Managing Director

Chullwai, (DIN: 00001718), Chairman & Managing Director						
Total No. of Shareholders	9,682					
Total No. of Shares	1,02,92,168					
Remote E-voting Period	21st September, 2016 to 23rd September, 2016					
		Number of Votes/Folio	Number of shares			
Total votes cast through remote e-voting	Α	87	48,01,174			
Total Votes cast through Polling at AGM	В	Nil	Nil			
Grand Total of remote e-voting / Polling at AGM (A+B)	С	87	48,01,174			
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	Nil	Nil			
Net remote e-voting/ Polling at AGM (C-D)	E	87	48,01,174			

#### **NOTES:**

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### **SUMMARY OF VOTING**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan ding shares (3)=[(2)/(1)]*1	No. of votes in Favour (4)	No. of Vote s again st(5)	% of votes in favour on votes polled (6)=[(4)/(2)]*1	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	58,09,072	47,32,156	81.46	47,32,156	Nil	100	Nil
Public institution al holders	4,32,557	Nil	Nil	Nil	Nil	Nil	Nil
Public- others	40,50,539	69,018	1.70	68,720	298	99.57	0.43
Total	1,02,92,168	48,01,174	46.65	48,00,876	298	99.99	0.01

Percentage of Votes cast in favour: 99.99% | Percentage of votes cast against: 0.01% **RESULT:-**

Since, the number of votes cast in favour of the resolution is 99.99%, I report that the special resolution under Sections 196, 197, 198, 203 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and in supersession of the earlier resolution passed at the 41st Annual General Meeting as set out in the notice of AGM dated 11<sup>th</sup> May, 2016 has been passed by the shareholders with the requisite majority.

The resolution is deemed to be passed as on the date of AGM.

# MANOJ MAHESHWARI COMPANY SECRETARY

## ( 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.
"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

Item No 8: Special Resolution for Revision in the remuneration of Mr. Nivedan

Churiwal, (DIN:00001749), Joint Managing Director

Total No. of Shareholders	9,682			
Total No. of Shares	1,02,92,168			
Remote E-voting Period ,	21st September, 2016 to 23rd September, 2016			
		Number of Votes/Folio	Number of shares	
Total votes cast through remote e-voting	Α	87	52,16,019	
Total Votes cast through Polling at AGM	В	Nil	Nil	
Grand Total of remote e-voting / Polling at AGM (A+B)	С	87	52,16,019	
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	· D	Nil	Nil	
Net remote e-voting/ Polling at AGM (C-D)'	E	87	52,16,019	

## NOTES:

i. Invalid voting was not taken into account for counting of votes.

ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

### **SUMMARY OF VOTING**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan ding shares (3)=[(2 )/(1)]*1	No. of votes in Favour (4)	No. of Vote s again st(5)	% of votes in favour on votes polled (6)=[(4)/(2)]*1	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	58,09,072	51,48,001	100	51,48,001	Nil	100	Nil
Public institution al holders	4,32,557	Nil	Nil	Nil	Nil	Nil	Nil
Public- others	40,50,539	68,018	1.70	67,720	298	99.56	0.44
Total	1,02,92,168	52,16,019	50.68	52,15,721	298	99.99	0.01

Percentage of Votes cast in favour: 99.99% | Percentage of votes cast against: 0.01% **RESULT:-**

Since, the number of votes cast in favour of the resolution is 99.99%, I report that the special resolution under Sections 196, 197, 198, 203 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and in supersession of the earlier resolution passed at the 41st Annual General Meeting as set out in the notice of AGM dated 11<sup>th</sup> May, 2016 has been passed by the shareholders with the requisite majority.

The resolution is deemed to be passed as on the date of AGM.

( 2370 954; 93145 04821 (M) E-mail: cs.vmanda@qmail.com 403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001. "USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

I further report that as per the AGM notice dated 11th May, 2016, the Chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the Company's website www.bslltd.com and on the website of NSDL and shall also be communicated to the Stock Exchange(s).

I further report that as per the said rules, the records maintained by me including the data as obtained from NSDL, the system provider for the remote e-voting facility extended by them are in my safe custody which will be handed over to the Chairman/Company Secretary of the Company.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully

CS Manoj Maheshwari Scrutinizer

FCS: 3355

Place: Jaipur

Date: September 26, 2016

For BSL Limited

**Nivedan Churiwal** Chairman on the 45th **Annual General Meeting** 

DIN: 00001749