

Virendra Bhatt

Company Secretary

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To,
The Chairman
GUJARAT BOROSIL LIMITED

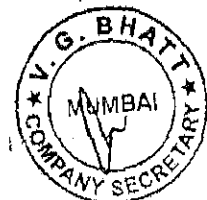
27th Annual General Meeting of the members of GUJARAT BOROSIL LIMITED (CIN: L26100GJ1988PLC011663) held at Village – Govali, Taluka – Jhagadia, District – Bharuch - 393001 on Monday, 08th August, 2016 at 02.30 p.m.

Sub: Passing of Resolution(s) through electronic voting/ballot or poll pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (LODR) Regulations, 2015

The Board of Directors of Gujarat Borosil Limited (hereinafter referred to as the "Company") at its meeting held on May 20, 2016 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the physical ballots forms/polling paper received from the member at the venue of the AGM pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular Number CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 issued in this regard.

Report on Scrutiny:

- The company has appointed Central Depository Services (India) Limited as the Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company. M/s. Universal Capital Securities Private Limited is the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (both Ordinary and Special business) sought to be transacted in the 27th Annual General Meeting (AGM) of the company, which was held on Monday, August 08, 2016.
- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com/>. The Company has uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider to facilitate their members to cast their vote through Remote E-Voting.
- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting (AGM) was June 24, 2016 (Physical & Email) and as on that date, there were 48,256 members of the Company. The Company had sent the notices of the AGM along with Annual Report 2015-16 and E-voting process by E-mail to 8370 members out of whom transmission of 456 E-mail had bounced back and hence the same were sent to



them through courier. In respect of 39886 members, E-mail IDs were not available, the notices were sent by courier and speed post.

- The Company completed the dispatch of the notices in physical to the members on 11th July, 2016 and through e-mail on 07th July, 2016.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 02nd August, 2016.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for three days from Friday, 05th August, 2016 (09:00 a.m.) to Sunday, 07th August, 2016 (5:00 p.m.).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English language in 'Business Standard and Divya Bhaskar' newspapers dated 13th July, 2016 having country-wide circulation and in Gujarati language in 'Sandesh' newspaper dated 15th July, 2016. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the venue of the 27th Annual General Meeting of the Company held 08th August, 2016 the facility to vote through polling paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
- On 08th August, 2016, none of the shareholders present at the venue of the AGM have opted to vote by means of poll/ ballot paper and the votes cast through Remote E-voting facility was duly unblocked as per my instruction as a Scrutinizer in the presence of Ms. Mrudul K. Patil and Ms. Rishi Jaiswal who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- I as a Scrutinizer, duly complied process of Remote E-Voting through which 32 persons voted the details of which are as follows:

The results of the voting are as under:

Details	Remote E-voting	Voting through ballot paper at AGM	Total voting
Number of member who cast their votes	32	0	32
Total number of shares held by them	51124792	0	51124792
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	None		



Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting.

1) Item no. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Audited Financial Statements as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the period ended 31st March, 2016, the Director's Report and Auditor's Report thereon

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	Nos.	Percentage	Nos.	Percentage	Nos.	Nos.
Remote E-Voting	51124792	-	0	-	0	0
Physical Voting	0	-	0	-	0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



2) Item no. 2 of the Notice (As an Ordinary Resolution)

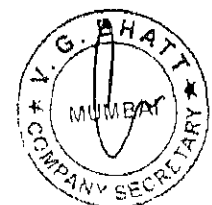
To appoint a director in place of Mr. Ashok Jain who retires by rotation and being eligible, offers himself for reappointment

Manner of Voting	of	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
		Nos.	Percentage	Nos.	Percentage	Nos.	Nos.
Remote Voting	E-	51124792	-	0	-	0	0
Physical Voting		0	-	0	-	0	0
TOTAL		51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



3) **Item no. 3 of the Notice (As an Ordinary Resolution)**

To appoint M/s. Chaturvedi & Shah, Chartered Accountants as the statutory Auditor of the company to hold office for a period of Five years from the conclusion of this Annual General Meeting till the conclusion of 32nd Annual General Meeting subject to rectification of their appointment at every Annual General Meeting of the Company in place of M/s. Singhi & Co. Chartered Accountants.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted Nos.	Invalid votes Nos.
	Nos.	Percentage	Nos.	Percentage		
Remote E-Voting	51124792		0	-	0	0
Physical Voting	0		0	-	0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



• SPECIAL BUSINESS

4) Item no. 4 of the Notice (As an Ordinary Resolution)

To approve and ratify the remuneration of the Cost Auditor(s) for the financial year ending 31st March, 2016

Manner of Voting	Votes In favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	Nos	Percentage	Nos.	Percentage	Nos.	Nos.
Remote Voting	51124792	-	0	-	0	0
Physical Voting	0	-	0	-	0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17036724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



5) Item no. 5 of the Notice (As an Ordinary Resolution)
To appoint Mr. Rajesh Chaudhary as a Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	Nos.	Percentage	Nos.	Percentage	Nos.	Nos.
Remote Voting	51124792		0		0	0
Physical Voting	0		0		0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



6) Item no. 6 of the Notice (As an Special Resolution)

To appoint Mr. Rajesh Chaudhary as a Whole Time Director of the Company subject to terms of remuneration

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	Nos.	Percentage	Nos.	Percentage	Nos.	Nos.
Remote Voting	51124792	-	0	-	0	0
Physical Voting	0	-	0	-	0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Special Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



7) Item no. 7 of the Notice (As an Ordinary Resolution)
To approve delivery of documents

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	Nos.	Percentage	Nos.	Percentage	Nos.	Nos.
Remote Voting	51124792	-	0	-	0	0
Physical Voting	0	-	0	-	0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



8) Item no. 8 of the Notice (As an Special Resolution)
To Pay Commission to Non-executive Directors

Manner of Voting	Votes In favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	Nos.	Percentage	Nos.	Percentage	Nos.	Nos.
Remote Voting	51124792	-	0	-	0	0
Physical Voting	0	-	0	-	0	0
TOTAL	51124792	100%	0	0%	0	0

The above resolution has been passed unanimously.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares hold	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
Promoter & Promoter Group	E-Voting	-	51122476	-	51122476	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	51122476	51122476	100	51122476	0	100	0
Public Institutions	E-Voting	-	0	-	0	0	-	-
	Poll	-	0	-	0	0	-	-
	Total	49300	0	-	0	0	-	-
Public- Non Institutions	E-Voting	-	2316	-	2316	0	100	0
	Poll	-	0	-	0	0	-	-
	Total	17035724	2316	0.01	2316	0	100	0
TOTAL		68207500	51124792	74.95	51124792	0	100	0



All the Resolutions mentioned in the AGM Notice as per the details above stand passed unanimously under Remote E-Voting and hence deemed to be passed as on date of the AGM i.e. on 8th August, 2016.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid /abstained for each resolution is enclosed.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through Remote E-Voting. The relevant records relating to e-voting is under my safe custody and will be handed over the Company Secretary for safe keeping, after the Chairman signs the Minutes

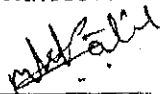
Thanking You,




Virendra Bhat
ACS- 1157
COP-124

Date: 09th August, 2016
Place: Mumbai

Witnesses:


Mrudul K. Patil


Rishi Jaiswal

For Gujarat Borosil Limited


Kishor Talreja
Company Secretary