



BHANSALI ENGINEERING POLYMERS LIMITED

CIN : L27100MH1984PLC032637

Registered Office : Bhansali House, A-5, Off Veera Desai Road, Andheri (West), Mumbai - 400 053.

Tel. : (91-22) 2673 1779 - 84 • Fax : (91-22) 2673 1796

E-mail : abstron@bhansaliabs.com • Website : www.bhansaliabs.com

Date: September 24, 2016

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

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

Security Code: 500052

Scrip Id: BEPL-EQ

SUB: Submission of AGM proceedings pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 related to 32nd AGM of Company held on 24th September, 2016 at 11.00 a.m. and concluded at 03.05 P.m

Dear Sir(s),

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that following resolutions, as set out in the notice convening the 32nd Annual General Meeting of the Members of the Company ("AGM"), were transacted at the AGM held on Saturday, 24th September, 2016 at 11.00 A.M., at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber, Veer Nariman Road, Churchgate, Mumbai- 400 020.

- Resolution No. 1 :** Receive, Consider and Adopt the Standalone Audited Annual Financial Statements as well as Consolidated Audited Annual Financial Statements of the Company for the financial year ended 31st March, 2016 together with the Report of the Board of Directors and the Auditors thereon.
- Resolution No. 2 :** Declare Final Dividend on Equity Shares of the Company for the financial year ended 31st March, 2016, considering 10% final dividend as recommended by the Board.
- Resolution No. 3 :** Appoint a Director in place of Mr. Babulal M. Bhansali (DIN: 00102930), who retires by rotation and being eligible, offers himself for re-appointment.
- Resolution No. 4 :** Appointment of M/s B. L. Dasharda & Associates, Chartered Accountants (Firm Registration No. 112615W) as the Statutory Auditors of Company to hold office from the conclusion of this AGM till the conclusion of next AGM of Company and authorize the Board to fix their remuneration.
- Resolution No. 5 :** Re-appointment of Mr. Babulal M. Bhansali (DIN: 00102930) as Managing Director of Company for a period of 3 years w.e.f 1st April, 2016 viz. upto 31st March, 2019 for a CTC/ Remuneration of ₹ 60 Lacs per annum (i.e. ₹ 5 Lacs per month) and 5% commission on profits of Company, subject to the respective limits as specified under Schedule V to Companies Act, 2013.
- Resolution No. 6 :** Ratification of remuneration of Cost Auditors of Company Viz M/s Joshi Apte & Associates, Cost Accountants [having Firm Registration No. 000240] for conducting Audit of cost records of Company for the Financial Year 2016-17, for an annual audit fee/remuneration of Rs. 75,000/- plus applicable taxes and reimbursement of other allied expenses etc.
- Resolution No. 7 :** Alteration of Article 98 (iv) of the Articles of Association of Company by way of substitution/replacement of Article 98 (iv) of the Articles of Association of Company, the extract whereof is stated as hereunder:

Satnour Plant : Bhansali Nagar, Taluka - Sausar, Dist. Chhindwara, Madhya Pradesh - 480 108.

Tel. : (07165) 226376-79 • Fax : (07165) 226380 / 81 • E-mail : beplchw@bhansaliabs.com

Abu Road Plant : Plot No. SP-138-143, Ambaji Industrial Area, Abu Road, Dist. Sirohi (Rajasthan) - 307 026

Tel. : (02974) 226781/82/83/84 • Fax : (02974) 226737 • E-mail : beplabr@bhansaliabs.com



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[98(iv) If the Company is willing to use its Common Seal on any document(s), it shall not be affixed to any instrument except by the authority of a resolution of the Board or of respective committee(s) of the Board authorised by it in that behalf, and except in the presence of at least two directors or one Director and the Company Secretary of the Company or such one other person as the Board may authorize or appoint for the purpose and such persons, not less than two persons in any case, shall sign every instrument, to which the common seal of the company is so affixed in their presence, for witnessing the same].

Resolution No. 8 : Alteration of Article 3 of the Articles of Association of Company by way of inserting new Article no 3 (i) (a) therein, the extract whereof is stated as hereunder:

[3(i)(a) Notwithstanding above, the Company Management is at liberty to grant waiver of newspaper publication for issue of Duplicate Share Certificate(s), for any suitable reason whatsoever, if the total face value of such shares do not exceed Rs. 10,000/- or as may be prescribed by SEBI Regulations or other respective enactments/regulations as may be applicable from time to time in this regard].

The voting on all the above resolutions was conducted through electronic Means (viz. remote e-voting) and physical ballot papers pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting results on the above resolutions, in accordance with respective provisions of the Companies Act, 2013, regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, shall be communicated to the Stock Exchange(s) (viz. BSE and NSE), once the Company receives Report of the Scrutinizer - Mr. Himanshu Kamdar of M/s Rathi & Associates, appointed by the Company, however not exceeding 48 hours from the conclusion of this AGM. In addition to it, the voting results shall also be displayed on the website of the Company and e-voting platform of National Securities Depository Limited (NSDL), viz. evoting@nsdl.co.in, whenever uploaded by them.

Kindly take the above information on record and oblige

Thanking you,

Yours faithfully,

For BHANSALI ENGINEERING POLYMERS LIMITED


D. N. Mishra
V. P. (Legal) & Company Secretary
(FCS: 5506)

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