



Bharat RASAYAN LIMITED

UNIT-I

UNIT-II

Regd. Off. : 1501, Vikram Tower, Rajendra Place, New Delhi - 110008
 Ph. : +91-11-43661111 (30 lines) • Fax : +91-11-43661100, 41538600
 E-mail : info@bharatgroup.co.in • Website : www.bharatgroup.co.in
 CIN : L24119DL1989PLC036264

NEAPS - e-Uploading

BRL:F:651/611/1
 September 16, 2021.

The Manager (Listing)
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
 Exchange Plaza, Bandra Kurla Complex,
 Bandra (East),
 Mumbai – 400 051.

Sub.: Details of Voting Results of the 32nd Annual General Meeting of the Company- Regulation 44(3) of the SEBI (LODR) Regulations, 2015 - BHARATRAS

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, given below are the details of the voting results in respect of the 32nd Annual General Meeting of the Company held on 14th September, 2021 at 10:30 A.M. at Hotel Golden Grand, W-1/10, West Patel Nagar, New Delhi-110008.

Details of Voting results ("Remote E-voting and Ballot/Poll voting):

Date of AGM		Tuesday, 14 th September, 2021	
Total number of shareholders as on record date (i.e. 7 th September, 2021 – Cut-off date for Voting purpose)		18,735	
No. of Shareholders present in the meeting either in person or through proxy:			
Shareholders	Present in Person	Present through proxy	Total
Promoters and Promoter Group	11	--	11
Public	37	--	37
Total	48	--	48
No. of Shareholders attended the meeting through Video Conferencing:			
Shareholders		--	
Promoters and Promoter Group		--	
Public		--	
Total		--	

AGENDA-WISE

Item No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting (show of hands/ Poll/Postal Ballot/ E-voting)	Remarks
1	To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
2	Declaration of final dividend (₹1.50 per equity share of ₹10/- each) for the year ended on 31 st March, 2021.	Ordinary	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.

Contd...2/-



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RASAYAN LIMITED**

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-: 2 :-

Item No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting (show of hands/ Poll/Postal Ballot/ E-voting)	Remarks
3	Appointment of Director in place of Shri Mahabir Prasad Gupta (DIN:00014681), who retires by rotation and being eligible, seeks re-appointment.	Ordinary	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
4	Appointment of Director in place of Shri Sat Narain Gupta (DIN:00024660), who retires by rotation and being eligible, seeks re-appointment.	Ordinary	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
5	Appointment of Shri Pradeep Kumar Aggarwal (DIN:00338254) as an Independent & Non-Executive Director of the Company	Ordinary	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
6	Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)	Special	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
7	Revision in the Remuneration of Shri Ajay Gupta (DIN:02187741), Whole Time Director/ Executive Director of the Company	Special	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
8	Re-appointment of Shri Ajay Gupta (DIN:02187741) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Dahej (Gujarat)	Special	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
9	Approval of Reappointment of Shri Suresh Kumar Garg (DIN:02254899) as an Independent & Non-Executive Director of the Company	Special	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
10	Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)	Special	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.
11	Ratification of remuneration payable to M/s. M.K.Singhal & Co., Cost Accountants, appointed as Cost Auditors of the Company for financial year 2021-22	Ordinary	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.

Contd...3/-

WORKS : UNIT-I: 2KM Stone, Madina-Mokhra Road, Village Mokhra, Distt. Rohtak (Haryana), Ph.: 01257-260755/756/757 • Fax: 260758
UNIT-II: Plot No. 42/4, Amod Road, GIDC, Dahej, District - Bharuch, Gujarat-392130, Ph.: +91-2641-291123, +91-2642-241100

- : 3 : -

Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting (show of hands/ Poll/Postal Ballot/ E-voting)	Remarks
12	Approval to make changes in payment of Profit based Commission to the Directors of the Company	Special	Remote e-voting, Ballot/ Poll Voting at the Venue of the Meeting)	The resolution was passed with requisite majority.

The voting details alongwith Scrutinizer's Report [e-Voting, Poll (MGT-13)] and Combined Scrutinizer Report for e-Voting and Poll are annexed herewith in the prescribed format.

Thanking You,

CERTIFIED TRUE COPY
For Bharat Rasayan Limited

Company Secretary

(NIKITA CHADHA)
Company Secretary &
Compliance Officer

FCS-10121

E-mail

C.C. To,

The Secretary
BOMBAY STOCK EXCHANGE LIMITED
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 023.

- Enclosed as above.

BHARAT RASAYAN LIMITED

CIN: L24119DL1989PLC036264

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Ph: +91-11-43661111; Fax: +91-11-43661100; Website: www.bharatgroup.co.in; Email: investors.brl@bharatgroup.co.in

RESOLUTION NO. 1	To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon.						
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	64907	--	100	--
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2950286	--	100	--
RESOLUTION NO.2	Declaration of final dividend (₹1.50 per equity share of ₹10/- each) for the year ended on 31st March, 2021.						
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	64907	--	100	--
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2950286	--	100	--
RESOLUTION NO.3	Appointment of Director in place of Shri Mahabir Prasad Gupta (DIN:00014681), who retires by rotation and being eligible, seeks re-appointment.						
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	734	64173	1.13	98.87
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2886113	64173	97.82	2.18

Contd...2/-

RESOLUTION NO.4		Appointment of Director in place of Shri Sat Narain Gupta (DIN:00024660), who retires by rotation and being eligible, seeks re-appointment.					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	5601	59306	8.63	91.37
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2890980	59306	97.99	2.01
RESOLUTION NO.5		Appointment of Shri Pradeep Kumar Aggarwal (DIN:00338254) as an Independent & Non-Executive Director of the Company					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	64301	606	99.07	0.93
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2949680	606	99.98	0.02
RESOLUTION NO.6		Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	318	64589	0.49	99.51
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2885697	64589	97.81	2.19

Contd...3/-

RESOLUTION NO.7		Revision in the Remuneration of Shri Ajay Gupta (DIN:02187741), Whole Time Director/ Executive Director of the Company					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	5601	59306	8.63	91.37
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2890980	59306	97.99	2.01
RESOLUTION NO.8		Re-appointment of Shri Ajay Gupta (DIN:02187741) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Dahej (Gujarat)					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	318	64589	0.49	99.51
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2885697	64589	97.81	2.19
RESOLUTION NO.9		Approval of Reappointment of Shri Suresh Kumar Garg (DIN:02254899) as an Independent & Non-Executive Director of the Company					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	318	64589	0.49	99.51
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2885697	64589	97.81	2.19

Contd...4/-

RESOLUTION NO.10		Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	4891	60016	7.53	92.47
Public-Others	1452	1452	100	1452	--	100	--
Total	2950286	2950286	100	2890270	60016	97.97	2.03
RESOLUTION NO.11		Ratification of remuneration payable to M/s. M.K.Singhal & Co., Cost Accountants, appointed as Cost Auditors of the Company for financial year 2021-22					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	64907	--	100	--
Public-Others	1452	1452	100	1451	1	99.94	0.06
Total	2950286	2950286	100	2950285	1	100.00	--
RESOLUTION NO.12		Approval to make changes in payment of Profit based Commission to the Directors of the Company					
Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding Shares	No. of Votes in favor	No of votes against	% of votes in favor 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	2883927	2883927	100	2883927	--	100	--
Public Institutional Holders	64907	64907	100	318	64589	0.49	99.51
Public-Others	1452	1452	100	1451	1	99.94	0.06
Total	2950286	2950286	100	2885696	64590	97.81	2.19

CERTIFIED TRUE COPY
For Bharat Rasayan Limited

Yashraj Patel
Company Secretary

MAMTA JAIN & ASSOCIATES

Practicing Company Secretaries
D-32 Kamla Nagar, New Delhi – 110 007
Telefax : 2384 5069 Email : sandeshjain@gmail.com

FORM No. MGT-13

Report of Scrutinizer

(Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2015)

To,

The Chairman,
Bharat Rasayan Limited
1501, Vikram Tower
Rajendra Place
New Delhi-110008

Reg. : Report of the Scrutinizer on Voting Through Poll

Dear Sir,

1. I, Mamta Jain, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors in its meeting held on 11.08.2021 for the purpose of Scrutinizing the voting process in the Poll taken on the below mentioned resolutions at the 32nd Annual General Meeting of the Equity Shareholders of M/s Bharat Rasayan Limited held on Tuesday, the 14th day of September, 2021 at Hotel Golden Grand, W-1/10 West Patel Nagar, New Delhi -110008 at 10.30 a.m.
2. I submit my report as under:
 - 2.1. After the time fixed for closing of the Poll by the Chairman, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
 - 2.2. The locked ballot boxes were subsequently opened in my presence and in the presence of two witnesses, CA Namit Sacheti and Ms Mohini, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / RTA of the Company and the authorizations / proxies lodged with the Company.
 - 2.3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
 - 2.4. I have scrutinized the votes casted through Poll for the purpose of this report.
 - 2.5. The particular of all votes cast by the members through Poll process have been recorded in a register separately maintained for this purpose.
 - 2.6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through Poll on the resolutions contained in the Notice. My responsibility as a scrutinizer is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of votes cast "in Favour" or "against" the resolutions based on the reports generated from the votes cast.

2.7. The result of the voting through Poll is as mentioned hereunder:

ORDINARY RESOLUTION

Item No.1: Adoption of Accounts: To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

ORDINARY RESOLUTION

Item No. 2: Declaration of Dividend: To declare a final dividend of ₹1.50 per equity share for the year ended on 31st March, 2021.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

ORDINARY RESOLUTION

Item No. 3: Rotation of Director - To appoint a Director in place of Shri Mahabir Prasad Gupta (DIN:00014681), who retires by rotation and being eligible, seeks re-appointment.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

ORDINARY RESOLUTION

Item No. 4: Rotation of Director - To appoint a Director in place of Shri Sat Narain Gupta (DIN:00024660), who retires by rotation and being eligible, seeks re-appointment.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

ORDINARY RESOLUTION

Item No. 5: Appointment of Independent Director - Appointment of Shri Pradeep Kumar Aggarwal (DIN:00338254) as an Independent & Non-Executive Director of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

SPECIAL RESOLUTION

Item No. 6: Reappointment of Director - Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

SPECIAL RESOLUTION

Item No. 7: Revision in Remuneration of Shri Ajay Gupta (DIN 02187741) - Revision in the Remuneration of Shri Ajay Gupta (DIN:02187741), Whole Time Director/ Executive Director of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

SPECIAL RESOLUTION

Item No. 8 : Reappointment of Director - Shri Ajay Gupta (DIN:02187741) - Re-appointment of Shri Ajay Gupta (DIN:02187741) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Dahej (Gujarat)

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

SPECIAL RESOLUTION

Item No. 9 : Reappointment of Independent & Non Executive Director - Shri Suresh Kumar Garg (DIN:02254899) - Approval of Reappointment of Shri Suresh Kumar Garg (DIN:02254899) as an Independent & Non-Executive Director of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

SPECIAL RESOLUTION

Item No. 10: Revision in Remuneration of Director - Shri Kamleshwar Prasad Uniyal (DIN 08394485) - Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

ORDINARY RESOLUTION

Item No. 11: Ratification of Remuneration payable to Cost Auditor - Ratification of remuneration payable to M/s. M.K.Singhal & Co., Cost Accountants, appointed as Cost Auditors of the Company for financial year 2021-22

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

SPECIAL RESOLUTION

Item No. 12: To make changes in payment of Profit based Commission to the Directors - Approval to make changes in payment of Profit based Commission to the Directors of the Company

MAMTA JAIN & ASSOCIATES
Practicing Company Secretaries

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Ballot – In Favour	39	28,85,121	100 %
Voting through Ballot – Against	0	0	-
Total	39	28,85,121	100%

Recommendation: All the 12 items specified in the Notice have been passed with, requisite majority. You may accordingly declare the results of voting by Poll.

Place: New Delhi
Date: 16-09-2021

For Mamta Jain & Associates
Practicing Company Secretaries

(Signature)
(Mamta Jain)
FCS: 2794
C. P. No. 1686



MAMTA JAIN & ASSOCIATES

Practicing Company Secretaries

D-32 Kamla Nagar, New Delhi – 110 007

Telefax : 2384 5069 Email : sandeshjain@gmail.com

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR BHARAT RASAYAN LIMITED

To,
The Chairman,
Bharat Rasayan Limited
1501, Vikram Tower
Rajendra Place
New Delhi-110008

Dear Sir,

Subject: Passing of Resolutions through electronic voting and poll conducted at the 32nd Annual General Meeting ("AGM") of the Equity Shareholders of M/s Bharat Rasayan Limited as on Tuesday, Sept 14, 2021 at Hotel Golden Grand, W-1/10 West Patel Nagar, New Delhi - 110008 at 10.30 AM

The Company had appointed me as the Scrutinizer to scrutinize the e-voting process together with voting through the poll conducted at the 32nd AGM of the Company held on September 14, 2021.

The e-voting was held between 11th September, 2021 from 9.30 AM to 13th September, 2021 till 5.00 PM

The Company had appointed **Link Intime India Private Limited** as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 11, 2021 till September 13, 2021. M/S Link Intime India Pvt. Ltd. is the Registrar and Transfer Agent (RTA) of the Company. The e-voting results were unblocked by me on September 14, 2021 in the presence of two witnesses. For further details kindly refer to my Scrutinizer's Report dated September 16, 2021 attached herewith.

At the 32nd AGM of the Company held on September 14, 2021, the Chairman of the Company had suo-moto i.e. on his own motion ordered for a Poll under Section 109 of the Companies Act 2013, requested the members present in the Annual General Meeting to cast their vote through the poll process. The Chairman of the Company had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers Report in Form MGT-13 dated September 16, 2021.

The results of the E-voting, together with the votes casted through assent/dissent form and with that of the Poll are as under:

	Particulars of Business	Votes In Favour of the Resolution		Votes Against the Resolution	
		Nos.	%age	Nos.	%age
Item No.1 of the Notice (as an Ordinary Resolution)	E-Voting	65165	100	0	0
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2950286		0	
Item No.2 of the Notice (as an Ordinary Resolution)	E-Voting	65165	100	0	0
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2950286		0	
Item No.3 of the Notice (as an Ordinary Resolution)	E-Voting	992	1.52	64173	98.48
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2886113		64173	
Item No.4 of the Notice (as an Ordinary Resolution)	E-Voting	5859	9.00	59306	91.00
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2890980		59306	
Item No.5 of the Notice (as an Ordinary Resolution)	E-Voting	64559	99.07	606	0.93
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2949680		606	
Item No.6 of the Notice (as a Special Resolution)	E-Voting	576	0.88	64589	99.12
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2885697		64589	
Item No.7 of the Notice (as a Special Resolution)	E-Voting	5859	9.00	59306	91.00
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2890980		59306	

	Particulars of Business	Votes In Favour of the Resolution		Votes Against the Resolution	
		Nos.	%age	Nos.	%age
Item No.8 of the Notice (as a Special Resolution)	E-Voting	576	0.88	64589	99.12
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2885697		64589	
Item No.9 of the Notice (as a Special Resolution)	E-Voting	576	0.88	64589	99.12
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2885697		64589	
Item No.10 of the Notice (as a Special Resolution)	E-Voting	5149	7.90	60016	92.10
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2890270		60016	
Item No.11 of the Notice (as an Ordinary Resolution)	E-Voting	65164	99.99	1	0.01
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2950285		1	
Item No.12 of the Notice (as a Special Resolution)	E-Voting	575	0.88	64590	99.12
	Ballot Forms (Poll)	2885121	100	0	0
	TOTAL	2885696		64590	

All the Resolutions stands passed under e-voting and poll with the requisite majority.

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 e-voting and by poll by the shareholders of the Company. I am handing over these records to the Chairman of the Company or such person as authorized by him along with this report.

Place: New Delhi
Date: 16-09-2021
UDIN : F002794C000952358

For Mamta Jain & Associates
Practicing Company Secretaries



(Mamta Jain)
FCS: 2794
C. P. No. 1686

MAMTA JAIN & ASSOCIATES

Practicing Company Secretaries
D-32 Kamla Nagar, New Delhi – 110 007
Telefax : 2384 5069 Email : sandeshjain@gmail.com

To,

The Chairman,
Bharat Rasayan Limited
1501, Vikram Tower
Rajendra Place
New Delhi-110008

Reg. : The result of the Scrutinizer on E-Voting

Dear Sir,

1. I, Mamta Jain, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors in its meeting held on 11-08-2021 for the purpose of scrutinizing the E-voting process.
2. I submit my report as under:
 - 2.1. The Company has completed the dispatch of Notice of the 32nd Annual General Meeting dated 14.09.2021 on or before 14-08-2021 to the members, whose names appeared on the register of members /record of depositories as on 06-08-2021 and in respect of those member whose e-mail address are available with the Company or downloaded from the Depositories, the Company had sent an e-mail to these member on 13-08-2021.
 - 2.2. The Company provided the facility of voting through electronic means in accordance with Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
 - 2.3. The e-voting period remained opened from 11th September, 2021 from 9:30 A.M. and ended on 13th September, 2021 at 5:00 P.M.
 - 2.4. On conclusion of the e-voting period, the votes were unblocked on 14-09-2021 in the presence of two witnesses who are not in employment of the Company.
 - 2.5. The detail containing list of shareholders who voted "in Favour" or "against" on the resolutions as set out in the notice of the 32nd Annual General Meeting of the Company that were put to vote were downloaded from the e-voting website of Link Intime India Private Limited i.e. (<https://www.instaevote.linkintime.co.in>).
 - 2.6. I have scrutinized the votes casted through electronic means for the purpose of this report.
 - 2.7. The particular of all electronic votes cast by the members through e-voting process have been recorded in a register separately maintained for this purpose.
 - 2.8. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the Notice. My responsibility as a scrutinizer is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of votes cast "in Favour" or "against" the resolutions based on the reports generated from the votes cast electronically on e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility, engaged by the Company.
 - 2.9. The results of the voting through electronic means is as mentioned hereunder:

ORDINARY RESOLUTION

Item No.1: Adoption of Accounts: To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	35	65165	100%
Voting through Electronic Means (E-Voting) – Against	-	-	-
Total	35	65165	100%

ORDINARY RESOLUTION

Item No. 2: Declaration of Dividend: To declare a final dividend of ₹1.50 per equity share for the year ended on 31st March, 2021.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	35	65165	100%
Voting through Electronic Means (E-Voting) – Against	-	-	-
Total	35	65165	100

ORDINARY RESOLUTION

Item No. 3: Rotation of Director - To appoint a Director in place of Shri Mahabir Prasad Gupta (DIN:00014681), who retires by rotation and being eligible, seeks re-appointment.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	27	992	1.52%
Voting through Electronic Means (E-Voting) – Against	8	64173	98.48%
Total	35	65165	100.00%

ORDINARY RESOLUTION

Item No. 4: Rotation of Director - To appoint a Director in place of Shri Sat Narain Gupta (DIN:00024660), who retires by rotation and being eligible, seeks re-appointment.

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	31	5859	9.00%
Voting through Electronic Means (E-Voting) – Against	4	59306	91.00%
Total	35	65165	100.00%

ORDINARY RESOLUTION

Item No. 5: Appointment of Independent Director - Appointment of Shri Pradeep Kumar Aggarwal (DIN:00338254) as an Independent & Non-Executive Director of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	33	64559	99.07%
Voting through Electronic Means (E-Voting) – Against	2	606	0.93%
Total	35	65165	100.00%

SPECIAL RESOLUTION

Item No. 6: Reappointment of Director - Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	25	576	0.88%
Voting through Electronic Means (E-Voting) – Against	10	64589	99.12%
Total	35	65165	100.00%

SPECIAL RESOLUTION

Item No. 7: Revision in Remuneration of Shri Ajay Gupta (DIN:02187741) - Revision in the Remuneration of Shri Ajay Gupta (DIN:02187741), Whole Time Director/ Executive Director of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	32	5859	9.00%
Voting through Electronic Means (E-Voting) – Against	3	59306	91.00%
Total	35	65165	100.00%

SPECIAL RESOLUTION

Item No. 8 : Reappointment of Director - Shri Ajay Gupta (DIN:02187741) - Re-appointment of Shri Ajay Gupta (DIN:02187741) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Dahej (Gujarat)

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	25	576	0.88%
Voting through Electronic Means (E-Voting) – Against	10	64589	99.12%
Total	35	65165	100.00%

SPECIAL RESOLUTION

Item No. 9 : Reappointment of Independent & Non Executive Director - Shri Suresh Kumar Garg (DIN:02254899) - Approval of Reappointment of Shri Suresh Kumar Garg (DIN:02254899) as an Independent & Non-Executive Director of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	25	576	0.88%
Voting through Electronic Means (E-Voting) – Against	10	64589	99.12%
Total	35	65165	100.00%

SPECIAL RESOLUTION

Item No. 10: Revision in Remuneration of Director - Shri Kamleshwar Prasad Uniyal (DIN:08394485) - Re-appointment of Shri Kamleshwar Prasad Uniyal (DIN:08394485) as an Executive Director / Whole Time Director designated as Director (Operations) and Key Managerial Personnel of the Company for its unit located at Mokhra (Haryana)

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	29	5149	7.90%
Voting through Electronic Means (E-Voting) – Against	6	60016	92.10%
Total	35	65165	100.00%

ORDINARY RESOLUTION

Item No. 11: Ratification of Remuneration payable to Cost Auditor - Ratification of remuneration payable to M/s. M.K.Singhal & Co., Cost Accountants, appointed as Cost Auditors of the Company for financial year 2021-22

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	34	65164	99.99%
Voting through Electronic Means (E-Voting) – Against	1	1	0.01%
Total	35	65165	100.00%

SPECIAL RESOLUTION

Item No. 12: To make changes in payment of Profit based Commission to the Directors -
Approval to make changes in payment of Profit based Commission to the Directors of the Company

In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the e-votes casted, I report the result as under:

Voted in Favour / against the resolution:

Type of Voting	Number of members voting	Number of Votes cast by them	% of total number of valid votes cast
Voting through Electronic Means (E-Voting) – In Favour	24	575	0.88%
Voting through Electronic Means (E-Voting) – Against	11	64590	99.12%
Total	35	65165	100.00%

Recommendation: All the 12 items specified in the Notice have been passed with, requisite majority. You may accordingly declare the results of voting by e-Poll.

Place: New Delhi
Date: 16-09-2021

For Mamta Jain & Associates
Practicing Company secretaries

