



To,
The Chairman of the Meeting
BODAL CHEMICALS LIMITED
Ahmedabad

Dear Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 31st Annual General Meeting of members of the Bodal Chemicals Limited held on 23rd September, 2017.

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Bodal Chemicals Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 31st Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 24th August, 2017 of AGM of the Equity Shareholders of the Company, held on 23rd day of September, 2017 at 03.00 p.m. at Ahmedabad Management Association (AMA), ATIRA Campus, Dr. V. S. Marg, IIM-A Road, Vastrapur, Ahmedabad 380015.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through ballot process.



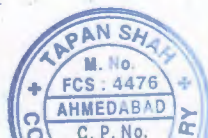
Following resolutions were carried out by the Company at the AGM;

- i. **Ordinary Resolution** To consider and adopt the Standalone financial statement of the Company for the financial year ended on 31st March, 2017 and Reports of the Board of Directors' and Auditors' thereon; and Consolidated financial statement of the Company for the financial year ended on 31st March, 2017.
- ii. **Ordinary Resolution** To take note of interim dividend on equity shares and to declare a Final dividend on equity shares for the financial year 2016-17
- iii. **Ordinary Resolution** To appoint a Director in place of Mr. Bhavin S. Patel (holding DIN:00030464), who retires by rotation and being eligible offers himself for reappointment.
- iv. **Ordinary Resolution** To Appoint Statutory Auditors and to authorize the Board of Directors to determine their remuneration
- v. **Special Resolution** Alteration of Article of Association of the company as per the provisions of the Companies Act, 2013
- vi. **Ordinary Resolution** Appointment of Mr. Nalin Kumar (DIN : 03060741) as an Independent Director of the company
- vii. **Ordinary Resolution** Appointment of Mrs. Neha Huddar (DIN : 00092245) as an Independent Director of the company
- viii. **Ordinary Resolution** Approval of Cost Auditor's Remuneration
- ix. **Ordinary Resolution** Approval of Material Related Party Transaction
- x. **Special Resolution** To Approve Employees Stock Option Scheme and to give authority to issue Equity shares under ESOP Scheme
- xi. **Special Resolution** To Approve Fund raising through Qualified Institutional Placement.

I hereby report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 18th August, 2017, the Company completed dispatch of the Notice of the AGM:

- A. by email to Members who had registered their email-ids with the Company on 28th August, 2017 and
- B. by Courier to Members in physical form on or before 29th August, 2017.



2. The Company has also placed the Notice of 31st AGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
 - A. The Economic Times (Vernacular Language - Gujarati) on **31st August, 2017** and
 - B. The Economic Times (English Language) on **31st August, 2017**.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. 16th September, 2017 were entitled to vote through remote-evoting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days from **09.00 a.m. on Wednesday, 20th September, 2017 to 05.00 p.m on Friday, 22nd September, 2017** and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary Resolutions and Special Resolutions, on remote e-voting platform provided by Central Depository Services Limited (CDSL).
6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Saturday, the 23rd day of September, 2017 around 5.02 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mr. Jagdish Kanzariya and Ms. Disha Barot, who are not in employment of the Company.
8. Total 2 Invalid ballot papers consisting of 510 shares were kept separately and considered in the voting results as invalid votes.
9. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 31st Annual General Meeting held on, 23rd September, 2017 is **annexed herewith**.



10. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
11. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad

Date: 25th September, 2017

Name of Company Secretary: TAPAN SHAH

C.P.No.: 2839

Declaration

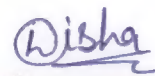
We, the undersigned witnesseth that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the CDSL website (www.evotingindia.com) in our presence at 5.02 p.m. on 23rd September, 2017 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

Date: 25th September, 2017

Witness 1: 
Mr. Jagdish Kanzariya
 834D, Opp. Radha Krishna Temple,
 Naranpura Gam,
 Ahmedabad

Witness 2: 
Ms. Disha Barot
 98, Sarvodaynagar,
 K.K. Nagar Road, Ghatlodiya,
 Ahmedabad – 380 061.

Countersigned by
For Bodal Chemicals Limited

sureshbhai
 jayantibhai patel

Chairman

Digitally signed by sureshbhai jayantibhai patel
 DN: cn=sureshbhai jayantibhai patel c=IN
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 Reason: I am the author of this document
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 Date: 2017-09-25 16:13+05:30

Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Annexure

Item No. 1 - To consider and adopt the Standalone financial statement of the Company for the financial year ended on 31st March,2017 and Reports of the Board of Directors' and Auditors' thereon; and Consolidated financial statement of the Company for the financial year ended on 31st March,2017.. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	71	87	33576	64639217	64672793	100.000
Assent	16	70	86	33576	64639117	64672693	100.000
Dissent	0	1	1	0	100	100	0.000
Total	16	71	87	33576	64639217	64672793	100.000

Item No. 2 To take note of interim dividend on equity shares and to declare a final dividend on equity shares for the financial year 2016-17. **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	72	88	33576	64707429	64741005	100.000
Dissent	0	1	1	0	100	100	0.000
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 3 -To appoint a Director in place of Mr. Bhavin S. Patel (Holding Din: 00030464), who retires by rotation and being eligible offers himself for reappointment.- **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	50	66	33576	61817888	61851464	95.537
Dissent	0	23	23	0	2889641	2889641	4.463
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 4 - To Appoint Statutory Auditors and to authorize the Board of Directors to determine their remuneration. **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	71	87	33576	64679105	64712681	99.956
Dissent	0	2	2	0	28424	28424	0.044
Total	16	73	89	33576	64707529	64741105	100.000



Item No. 5 - Alteration of Article of Association of the company as per the provisions of the Companies Act, 2013 - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	68	84	33576	64140286	64173862	99.124
Dissent	0	5	5	0	567243	567243	0.876
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 6 - Appointment of Mr. Nalin Kumar (DIN : 03060741) as an Independent Director of the company: **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	72	88	33576	64707429	64741005	100.000
Dissent	0	1	1	0	100	100	0.000
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 7 - Appointment of Mrs. Neha Huddar (DIN : 00092245) as an Independent Director of the company. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	72	88	33576	64707429	64741005	100.000
Dissent	0	1	1	0	100	100	0.000
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 8: Approval of Cost Auditor's Remuneration - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Papers	E-Votes	Total	Papers	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	72	88	33576	64707429	64741005	100.000
Dissent	0	1	1	0	100	100	0.000
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 9 -Approval of Material Related Party Transaction- **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	16	63	79	33576	3202160	3235736	100.000
Assent	16	58	74	33576	2634917	2668493	82.469
Dissent	0	5	5	0	567243	567243	17.531
Total	16	63	79	33576	3202160	3235736	100.000



Item No. 10 - To Approve Employees Stock Option Scheme and to give authority to issue Equity shares under ESOP Scheme - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling	E-Votes	Total	Polling	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	48	64	33576	61817876	61851452	95.537
Dissent	0	25	25	0	2889653	2889653	4.463
Total	16	73	89	33576	64707529	64741105	100.000

Item No. 11 To Approve Fund raising through Qualified Institutional Placement - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling	E-Votes	Total	Polling	E-Votes	Total	
Received	16	73	89	33576	64707529	64741105	100.000
Assent	16	70	86	33576	64568201	64601777	99.785
Dissent	0	3	3	0	139328	139328	0.215
Total	16	73	89	33576	64707529	64741105	100.000

Thanking You
Your Faithfully

Sd/-
Tapan Shah
C.P. No.: 2839

**TAPAN
RAJNIKANT SHAH**



Digitally signed by TAPAN RAJNIKANT SHAH
 DN: c=IN, o=Personal, postalCode=380007, st=Gujarat,
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 Date: 2017.09.25 15:43:13 +05'30'

BODAL CHEMICALS LIMITED

BIN: INE338D01028

Cut - off Date : 16/09/2017

Voting Result Date : 25/09/2017

Summary of Results through Electronic Votes/ Ballot Papers

Sr No	Particulars	Resolution 1 OR		Resolution 2 OR		Resolution 3 OR		Resolution 4 OR		Resolution 5 OR		Resolution 6 OR		Resolution 7 OR		Resolution 8 OR		Resolution 9 OR		Resolution 10 OR		Resolution 11 OR	
		No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares
(i)	E-voting Received	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529
(ii)	Less: E-voting Not valid for	2	68312	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(iii)	Less: Invalid E-voting due to related parties interested	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	10	81808300	0	0	0	0
	Total valid E-voting exercised (A)	71	64639217	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	73	64707529	63	3303190	73	64707529	73	64707529
(i)	Total Ballot Papers (BP) received (Physical)	18	34086	18	34086	18	34086	18	34086	18	34086	18	34086	18	34086	18	34086	18	34086	18	34086	18	34086
(ii)	Less: Invalid Ballot Papers	2	510	2	510	2	510	2	510	2	510	2	510	2	510	2	510	2	910	5	910	2	910
(iii)	Less: Invalid Ballot Papers due to related parties interested	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Total valid Ballot Papers (B)	16	33576	16	33576	16	33576	16	33576	16	33576	16	33576	16	33576	16	33576	16	33576	16	33576	16	33576
	Total Valid voting through E-voting/ Ballot Papers (A+B)	87	64672793	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	79	3236790	89	64741105	89	64741105
(i)	Less: Ballot Papers - not voted for	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(ii)	Net Valid E-voting/ Ballot Papers exercised	87	64672793	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	79	3236790	89	64741105	89	64741105
(i)	% of Assent	88	64672693	88	64741005	88	61851464	87	64712681	84	64173862	88	64741005	88	64741005	88	64741005	74	2889694	84	61851682	86	28891777
	% of Assent	98.851	100.000	98.876	100.000	74.157	95.537	97.753	99.956	94.382	99.124	98.876	100.000	98.876	100.000	98.876	100.000	93.871	82.499	71.610	95.937	95.020	95.783
(ii)	% of Dissent	1	0.000	1	0.000	25.843	4.463	2.247	0.044	5.618	0.876	1.124	0.000	1.124	0.000	1.124	0.000	6.328	17.501	28.390	4.363	4.971	0.518
	Total	87	64672793	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	89	64741105	79	3236790	89	64741105	89	64741105
	Total %	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	
	Notes:	Ballot is found to be invalid due to signature mismatch.																					

Note: Ballot is found to be Invalid due to signature mismatch.

