

Virendra G. Bhatt

Company Secretary

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To,
The Chairman
BOROSIL GLASS WORKS LIMITED

55th Annual General Meeting of the members of **Borosil Glass Works Limited** (CINL99999MH1962PLC012538) held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai – 400025 on Tuesday, 24th day of July, 2018 at 11:30 a.m.

Sub: Passing of Resolution(s) through electronic voting and Ballot papers pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of **Borosil Glass Works Limited** (hereinafter referred to as the “Company”) at its meeting held on 30th May, 2018 has appointed me as the Scrutinizer for the Remote E-voting process and physical Ballot Papers received from the members at the venue of the Annual General Meeting pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 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 (‘Listing Regulations’) for the Resolutions in respect of the matters as set out in the Notice of Annual General Meeting proposed to be transacted by E-Voting and voting at the venue of Annual General Meeting through Poll. I say, I am familiar and well versed with the concept of E-Voting as prescribed under the said Rules.

Report on Scrutiny:

- The company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Universal Capital Securities Private Limited is the Registrar and Share Transfer Agent of the Company.
- CDSL 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 at the 55th Annual General Meeting of the company, which was held on Tuesday, 24th July, 2018.
- CDSL 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 Annual General Meeting on the website of the Company and also on CDSL website to facilitate their members to cast their vote through Remote E-Voting.

- The benpos date for determining members for the dispatch of the Notices of the Annual General Meeting was Tuesday, 15th June, 2018 (Physical & E-mail) and as on that date, there were 16406 members of the Company. The Company had sent the Notices of the Annual General Meeting along with Annual Report 2017-18 and E-voting process by E-mail to 12662 members out of whom transmission of 826 E-mail had bounced back and hence the same were sent to them through courier and 31 members had requested for hard copy which was couriered to them. In respect of 3744 members whose E-mail IDs were not available, the Notices along with Annual Report 2017-18 were sent by Courier to 3744 members.
- The Company completed the dispatch of the Notice of the Annual General Meeting along with Annual Reports 2017-18 in physical form to the members on 30th June, 2018 and through e-mail on 28th June, 2018.
- 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.
- 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 17th July, 2018.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for four days from Friday, 20th July, 2018 (09:00 a.m. IST) to Monday, 23rd July, 2018 (5:00 p.m. IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the Annual General Meeting in English language in 'Times of India' newspapers dated 01st July, 2018 and 02nd July, 2018 having country-wide circulation and in Marathi language in 'Maharashtra Times' newspaper dated 01st July, 2018.
- At the end of E-voting period on 23rd July, 2018 at 5:00 p.m., the voting period portal of the CDSL was blocked herewith.
- At the venue of the 55th Annual General Meeting of the Company held on 24th July, 2018, the facility to vote through Ballot Paper was made available to facilitate those members present at the meeting but could not participate in the remote e-voting to cast their votes.
- On 24th July, 2018 after counting of the votes conducted at the venue of the Annual General Meeting through poll paper, the votes cast through remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mrs. Nikita Jain and Ms. Amruta Samant who acted as the witnesses, as prescribed in sub-rule 4(xii) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.
- After the voting at the Annual General Meeting was concluded, the locked Ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above and



poll papers were diligently scrutinized. The poll papers, which were incomplete and/or were otherwise found defective have been treated as invalid and kept separately.

- Thereafter, I as a Scrutinizer, duly compiled the details of remote E-Voting and the facility of voting through Ballot Papers provided at the venue of the Annual General Meeting, the details of which are as follows:

The combined result of the remote E-Voting together with that of the voting conducted at venue of the Annual General Meeting by way of Ballot Paper are as under:

Details	Remote voting	E-Voting through ballot paper at Annual General Meeting	Total voting
Number of member who cast their votes	69	13	82
Total number of shares held by them	17346331	2912	17349243
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	As mentioned under each Resolution		

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

ORDINARY BUSINESS

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

To Consider and adopt:

- the audited financial statements of the Company for financial year ended March 31, 2018, the reports of Board of Directors and Auditors thereon and
- the audited consolidated financial statements of the Company for financial year ended March 31, 2018 and Auditors Report thereon.

Manner of Voting	Total Votes	Invalid / Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	400	2512	2512	-	0	-
Total	17349243	400	17348843	17348842	100%	1	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE A



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

To declare dividend on Equity Shares for the year ended March 31, 2018

Manner of Voting	Total Votes	Invalid / Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	0	2912	2912	-	0	-
Total	17349243	0	17349243	17349242	100%	1	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE B.

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

To appoint a Director in place of Mr. P. K. Kheruka, (DIN 00016909) who retires by rotation and, being eligible, offers himself for re-appointment.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	400	2512	2512	-	0	-
Total	17349243	400	17348843	17348842	100%	1	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE C.

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

To continue the appointment of M/s. Pathak H. D. & Associates, Chartered Accountants (Firm Registration No. 107783W) as Statutory Auditors of the Company for the remaining term without any further ratification by the members in terms of the provisions of the Companies Act, 2013 on such remuneration as decided by the whole time Director of the Company.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	400	2512	2511	-	1	-
Total	17349243	400	17348843	17348841	100%	2	-



Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE D.

SPECIAL BUSINESS

5. Item no. 5 of the Notice (As a Special Resolution)

Re-appointment of Mr. B.L. Kheruka (DIN 00016861) as Executive Chairman of the Company

Manner of Voting	Total Votes	Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	0	2912	2911	-	1	-
Total	17349243	0	17349243	17349241	100%	2	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE E.

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

Appointment of Mr. Rajesh Kumar Chaudhary (DIN07425111) as a Director

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	400	2512	2511	-	1	-
Total	17349243	400	17348843	17348841	100%	2	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE F.

7. Item no. 7 of the Notice (As a Special Resolution)

Appointment and terms of remuneration of Mr. Rajesh Kumar Chaudhary (DIN 07425111), as Whole Time Director and Key Managerial Personnel of the Company



Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346330	-	1	-
Ballots	2912	400	2512	2511	-	1	-
Total	17349243	400	17348843	17348841	100%	2	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE G.

8. Item no. 8 of the Notice (As a Special Resolution)

Issue of bonus shares

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	17346331	0	17346331	17346294	-	37	-
Ballots	2912	0	2912	2912	-	0	-
Total	17349243	0	17349243	17349206	100%	37	-

Table showing Bifurcations of Promoters, Financial Institutions and Others is as per ANNEXURE H.



All the Resolutions mentioned in Notice of Annual General Meeting dated 18th June, 2018 as per the details given above stand passed with requisite majority on the date of the Annual General Meeting.

I hereby confirm that required records are under my safe custody and will be handed over the same to the Company Secretary for safe keeping.

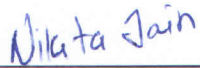
Thanking You,
Yours Faithfully




Virendra Bhatt
ACS- 1157
COP-124

Date: 24th July, 2018
Place: Mumbai

Witnesses:



Nikita Jain



Amruta Samant

Countersigned and received the Report
For Borosil Glass Works Limited

Chairman/ Authorised Signatory

Date: 24th July, 2018
Place: Mumbai

ANNEXURE A FOR ITEM NO. 1

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 outsta nding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favou r on votes polled	% of Votes against on votes polled	Invalid Votes / Not voted
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public- Institutions	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2512	0	-	-	400
	Total		14233		13832	1	97.18	0.01	400
Total		23100000	17349243	75.10	17348842	1	99.99	0.01	400



ANNEXURE B FOR ITEM NO. 2

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 outsta nding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes / Not voted
		[1]	[2]	[3]={[2] /[1]}* 100	[4]	[5]	[6]={[4]/ [2]}*100	[7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public- Institution s	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institution s	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2912	0	-	-	0
	Total		14233		14232	1	99.99	0.01	0
Total		23100000	17349243	75.10	17349242	1	99.99	0.01	0



ANNEXURE C FOR ITEM NO. 3

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 Polle d on outst andi ng share s	No. of Votes – in favour	No. of Votes – Agains t	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes / Not voted
		[1]	[2]	[3]={ [2]/[1]}*10 0	[4]	[5]	[6]={[4]/ [2]}*100	[7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public- Institutions	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2512	0	-	-	400
	Total		14233		13832	1	97.18	0.01	400
Total		23100000	17349243	75.10	17348842	1	99.99	0.01	400



ANNEXURE D FOR ITEM NO. 4

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 outstan ding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favou r on votes polled	% of Votes against on votes polled	Invalid Votes / Not voted
		[1]	[2]	[3]={ $\frac{[2]}{[1]} \times 100$ }	[4]	[5]	[6]={ $\frac{[4]}{[2]} \times 100$ }	[7]={ $\frac{[5]}{[2]} \times 100$ }	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public- Institutions	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2511	1	-	-	400
	Total		14233		13831	2	97.18	0.01	400
Total		23100000	17349243	75.10	17348841	2	99.99	0.01	400



ANNEXURE E FOR ITEM NO. 5

Resolution required: (Ordinary/ Special)			Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?			Yes						
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	Not voted
		[1]	[2]	$[3] = \{[2] / [1]\} * 100$	[4]	[5]	$[6] = \{[4] / [2]\} * 100$	$[7] = \{[5] / [2]\} * 100$	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public-Institutions	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2911	1	-	-	0
	Total		14233		14231	2	99.99	0.01	0
Total		23100000	17349243	75.10	17349241	2	99.99	0.01	0



ANNEXURE F FOR ITEM NO. 6

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	Invalid Votes/ Not Voted
		[1]	[2]	[3]={ [2]/[1] }*100	[4]	[5]	[6]={ [4]/[2] }*100	[7]={ [5]/[2] }*100	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public-Institutions	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2511	1	-	-	400
	Total		14233		13831	2	97.18	0.01	400
Total		23100000	17349243	75.10	17348841	2	99.99	0.01	400



ANNEXURE G FOR ITEM NO. 7

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	Invalid Votes/ Not Voted
		[1]	[2]	[3]={ [2]/[1] }*100	[4]	[5]	[6]={ [4]/[2] }*100	[7]={ [5]/[2] }*100	
Promoter and Promoter Group	E-Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public-Institutions	E-Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E-Voting	5679103	11321	-	11320	1	-	-	0
	Ballots		2912	-	2511	1	-	-	400
	Total		14233		13831	2	97.18	0.01	400
Total		23100000	17349243	75.10	17348841	2	99.99	0.01	400



ANNEXURE H FOR ITEM NO. 8

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 Polle d on outst andin g share s	No. of Votes – in favour	No. of Vote s – Agai nst	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes/ Not voted
		[1]	[2]	[3]={ [2]/[1] }*100	[4]	[5]	[6]={ [4] /[2]}*10 0	[7]={ [5]/[2]}*100	
Promoter and Promoter Group	E- Voting	16828930	16779930	-	16779930	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		16779930	99.71	16779930	0	100	0	0
Public- Institutions	E- Voting	591967	555080	-	555080	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		555080	93.77	555080	0	100	0	0
Public - Non Institutions	E- Voting	5679103	11321	-	11284	37	-	-	0
	Ballots		2912	-	2912	0	-	-	0
	Total		14233		14196	37	99.74	0.26	0
Total		23100000	17349243	75.10	17349206	37	99.99	0.26	0

