

**NSIC-CRISIL Rated Company, An ISO 9001-2015 Company**

Registered Office : 3/2, Labdhi Industrial Estate, Acid Mill Compound, Ranmukteshwar Road, Pratapnagar, Vadodara-390 004, Gujarat-India.  
(L) : 091-265-2581082 (M) : +91 8511148598 Email : cs@bansalroofing.com  
CIN No. L25206GJ2008PLC053761, Website : www.bansalroofing.com

Date: 26/10/2021

To,

The Manager,  
Listing Department,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street, Fort,  
Mumbai - 400 001

**Subject: Scrutinizer Report of Special Resolution passed through Postal Ballot for Migration of Listing and Trading of the Equity Shares of the Company from BSE Limited SME Platform (i.e.Emerge) to Main Board of BSE Limited.**

**Scrip Code: 538546**

Dear Sir/ Madam,

With reference to our letter dated 9<sup>th</sup> September, 2021, we have informed that the Board had approved the Migration of Listing and Trading of the Equity shares of the Company from BSE Limited SME Platform (i.e.Emerge) to Main Board of BSE Limited subject to the necessary approvals including approval of members of the Company by way of Postal Ballot and E-voting process. For the purpose of postal ballot & e-voting process, the Board had appointed Mr. Piyush Luktuke, Advocate in practice as a scrutinizer to scrutinize the votes cast by the members through e-voting & postal ballot form for the given business. The Board had decided cut-off date of 10<sup>th</sup> September, 2021 for determining shareholders entitled to vote by postal ballot through e-voting and the calendar of event determining various dates for postal ballot process.

In continuation of due compliance with calendar of events of postal ballot process and pursuant to Regulation 44(3) of SEBI (LODR) Regulation, 2021, please find attached here with results cum outcome of postal ballot through e-voting & postal Ballot forms and scrutinizer report issue by Mr. Piyush Luktuke.

Kindly take on record and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For, Bansal Roofing Products Limited



Archi Shah

Company Secretary & Compliance Officer



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**Voting results of the resolution passed through postal ballot/ E-voting process (As per Regulation 44 (3) of Listing Regulation)**

Name of Company	Bansal Roofing Products Limited
Date of EGM/ AGM	NA
Date of Postal Ballot Notice	15 <sup>th</sup> September, 2021
E-voting Period	From Thursday, 23rd September, 2021 09:00 a.m. (IST) To Saturday, 23rd October, 2021 5:00 P.M. (IST)
Total Number of shareholders as on cut-off date	150
No. of shareholders present in the meeting either in person or through proxy	N.A.
Promoters & Promotor Group	N.A.
Public	N.A.
Total	N.A.
<b>Number of shareholders attended the meeting through video conferencing/ other audio visual means</b>	
Promotor & promotor group	N.A.
Public	N.A.



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AGENDA WISE DISCLOSURE								
AGENDA -1								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Migration of Listing and Trading of the Equity Shares of the Company from BSE Limited SME Platform (i.e.Emerge) to Main Board of BSE Limited.				
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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	9658252	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	9658252	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	3524948	636152	18.0471	636152	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3524948	636152	18.0471	636152	0	100.0000	0.0000
Total	Total	13183200	636152	4.8255	636152	0	100.0000	0.0000



# Piyush A. Luktuke

B. Com. DLP, LLB, Advocate (CS)

302/B, Sarjan Complex, Opp Bank of Baroda, Dandia Bazaar, Vadodara-390001

Cell: 09824003978 Email id : Piyush.luktuke@yahoo.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, 2014]

To,  
The Chairman,  
Bansal Roofing Products Limited  
3/2, Labdhi Industrial Estate,  
Acid Mill Compound, Ranmukteshwar Road,  
Pratapnagar, Vadodara-390004  
(CIN: L25206GJ2008PLC053761)

Dear Sir,

Subject : Consolidated Scrutinizer's Report on Special Resolution sought through Postal Ballot Voting & e-voting process

I, Piyush Luktuke, Advocate, by Profession, Vadodara appointed as Scrutinizer by the Board of Directors of Bansal Roofing Products Limited having its registered address at 3/2, Labdhi Industrial Estate, Acid Mill Compound, Ranmukteshwar Road, Pratapnagar, Vadodara-390004, Gujarat and Rules made thereunder, as amended from time to time, for conducting the process of postal ballot through e-voting process in a fair and transparent manner for passing following Special Resolution:

ITEM NO.:1 – Migration of Listing and Trading of the Equity Shares of the Company from BSE Limited SME Platform (i.e.Emerge) to Main Board of BSE Limited.

1. The Management of the Company is responsible to ensure compliance with the requirement of the relevant provisions of Section 110 of Companies Act, 2013 and the Rules made thereunder (hereinafter referred to as Act) read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules'); Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 (SEBI Listing Regulations") and pursuant to applicable provisions of the



Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and pursuant to relevant circulars issued by Ministry of Corporate Affairs and relevant SEBI circulars and any other applicable laws and regulations.

My responsibility as scrutinizer is to conduct the Postal Ballot Process in fair and transparent manner and is restricted to give a consolidated report on the votes cast by the members by way of Postal Ballot Forms and e-voting process for the resolution as contained in the Notice dated 15<sup>th</sup> September, 2021.

2. As confirmed by the company, the Company had completed dispatch of Notice of Postal Ballot dated 17<sup>th</sup> September to all the members who have registered their e-mail addresses with the Company or- RTA i.e. Link Intime India Private Limited or depository participants and whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on cut-off date i.e. Friday, 10<sup>th</sup> September, 2021 and also published Newspaper Advertisement in English newspaper "Indian Express" and Gujarati (Regional Language) Newspaper "Gujarat Mitra" containing all the matters as required under Companies Act, 2013 and relevant rules made thereunder, on 17<sup>th</sup> September, 2021
3. The Company has appointed and availed the services of the National Securities Depository Limited (NSDL) to facilitate e-voting by the members through their remote e-voting system during E-voting period i.e. from Thursday, 23<sup>rd</sup> September, 2021 at 09:00 a.m. (IST) till at 05:00 p.m. (IST) on Saturday, 23<sup>rd</sup> October, 2021. The instructions for e-voting were part of the Postal Ballot Notice communicated to the members.



4. The Postal Ballot Notice was also placed on the website of the Company [www.bansalroofing.com](http://www.bansalroofing.com) under investors tab and on the website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com/>. The Postal Ballot Notice could also be accessed from the websites of Bombay Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com).
5. The Results of the Postal Ballot will be placed on the Company's website at [www.bansalroofing.com](http://www.bansalroofing.com) on the website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com/> and it can also be accessed from the websites of Bombay Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com).
6. Notice clearly indicated the process & manner for electronic voting during the during which the vote could be casted and also provided the Login ID and created facility for password generation and casting of vote in a secured manner with complete instructions.
7. The Members were required to cast their vote on the resolution as contained in the Notice dated 15<sup>th</sup> September, 2021 electronically conveying their assent or dissent, on E-voting platform provided by NSDL ID Eas facility provided by the Company during the voting period from Thursday, 23<sup>rd</sup> September, 2021 at 09:00 a.m. (IST) till 05:00 p.m. (IST) on Saturday, 23<sup>rd</sup> October, 2021.
8. Equity shareholders (other than Promoters and Promoters Group) holding shares as on the cutoff date i.e. Friday, 10<sup>th</sup> September, 2021 were entitled to vote on the proposed resolution (Item No. 1) as set out in Notice of Postal Ballot.
9. After the closure of period for remote e-voting on 23<sup>rd</sup> October, 2021, the details of members such as their name, folio number, number of shares held, who casted their votes through remote e-voting were downloaded from the e-voting



website of NSDL [evoting@nsdl.com](mailto:evoting@nsdl.com) for the purpose of ensuring that the members who have casted their votes through remote e-voting.

10. The e-voting results were unblocked by the scrutinizer at 2.30 pm on Monday, 25, October, 2021 in the presence of two witnesses who are not in the employment of the company.
11. Based on the report generated from the e-voting website [evoting@nsdl.com](mailto:evoting@nsdl.com), I hereby submit my consolidated report on the result of remote e-voting in respect of the resolution as under:

**(SPECIAL RESOLUTION)**

**ITEM NO.:1 – Migration of Listing and Trading of the Equity Shares of the Company from BSE Limited SME Platform (i.e.Emerge) to Main Board of BSE Limited.**

- (i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of the total number of valid votes cast
Postal Ballot	0	0	0
e-voting	15	636152	100
Total	15	636152	100

- (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of the total number of valid votes cast
Postal Ballot	0	0	0.00%/c
e-voting	0	0	0.00%
Total	0	0	0.00%

- (iii) Invalid votes:

Mode of Voting	Number of members whose votes were declared invalid	Number of invalid votes cast by them	% of the total number of invalid votes casted
Postal Ballot	0	0	0.00%/c
e-voting	0	0	0.00%
Total	0	0	0.00%



Pursuant to provisions Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Accordingly, details of the valid votes cast by the promoters and public shareholders other than promoters are as under:

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	% valid votes in favour	% valid votes against No of invalid votes
Promoter and Promoter Group	E-voting	9658252	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9658252	0	0	0	0	0	0
Public Institutions	E-voting	0 0 0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-voting	3524948	636152	18.04713148	636152	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)				0	0	0	0
	Total	3524948	636152	18.04713148	636152	0	100	0



12. Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 1 the Notice of the Postal Ballot dated 15<sup>th</sup> September, 2021 has been passed with requisite majority in accordance with the provisions of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and any amendment thereof.

13. All the revelant records relating to Electronic Voting in regard to the Voting through Postal Ballot shall remain in safe custody of the Chairman and the same shall be handed to over to the Compliance office of the company for safe keeping.

Date: 26<sup>th</sup> October, 2021  
Place: Vadodara



Thanking you  
Yours Faithfully

A handwritten signature in cursive script, appearing to read "P. Luktuke".

Piyush Luktuke  
Advocate  
Memb No : G-0413/01