



**Bansal Roofing Products Ltd.**

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

Registered Office : (Unit II) 274/2, Samlaya-shepura Road, Village : Pratapnagar, Taluka: Savli. District : Vadodara-391520, Gujarat-India.  
(L) : 091-2667-296016 (M) : +91 8511148598 Email : cs@bansalroofing.com  
CIN No. L25206GJ2008PLC053761, Website : www.bansalroofing.com

**Date: 17/09/2022**

**The Corporate Relationship Department  
BSE Limited, First Floor, New Trading Wing,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai- 400001**

**Sub: Disclosure of Voting Results & Scrutinizer Report of 14<sup>th</sup> Annual General Meeting held on 15<sup>th</sup> September, 2022**

**Scrip Code: 538546**

Dear Sir,

This is with reference to our earlier communication regarding the Annual General Meeting (AGM) of the Company, Please note that, in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 14<sup>th</sup> AGM of the Company was held on 15<sup>th</sup> September, 2022 through Video Conference (VC) / Other Audio Video Means (OAVM).

As per the requirements of the Companies Act, 2013, Listing Regulations and the relevant Circulars issued by the Ministry of Corporate Affairs, the Company had provided remote voting facility to its Shareholders for voting on the businesses transacted at the AGM. The Company had appointed Mr. Piyush Luktuke, Advocate in Practice as the Scrutinizer to scrutinize the votes cast for remote e-voting and e-voting at the AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 14<sup>th</sup> AGM have been duly approved by the Shareholders with requisite majority. The Scrutinizer's Report is enclosed herewith.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated outcome of voting held through remote e-voting and e-voting during the 14<sup>th</sup> AGM of the Company.

You are requested to kindly take above information on your records.

**Thanking You,**

**Yours Faithfully,**

**Archi Shah**

**Company Secretary & Compliance officer**



Factory : (Unit-I) Plot No.6, Raj Industrial Estate, Jarod-Samlaya Road, Village: Vadadala (Devpura), Taluka : Savli,  
Dist. Vadodara, Gujarat, India. Pin 391 520. Ph. : 72260 00587

Marketing Office : 1, Bansal House, Kapurai Chokdi, Near Highway (Over Bridge), Dabhoi Road,  
Vadodara-390004. Gujarat, India. Ph. : 99250 60542

# Piyush A. Luktuke

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

302/B, Sarjan Complex, Opp Bank of Baroda, Dandia Bazzar, 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,  
14<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Bansal Roofing Products Limited  
(CIN: L25206GJ2008PLC053761)  
Held on Thursday 15<sup>th</sup> September, 2022 at 02.00 P.M.  
Through Video Conferencing

Dear Sir,

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 274/2, Samlaya Sherpura Road, village:pratapnagar, Near Samlaya Railway Station, Taluka: Savli, Vadodara-391520 for the purpose of scrutinizing remote e-voting & electronic voting process through Video Conference (VC)/other Audio Visual Means (OVM) conducted at the 14<sup>th</sup> Annual General Meeting of the Equity Shareholders of the company pursuant to provision of Section 108 of Companies Act, 2013 read with Rule 20 & 21 of companies (management and administration) rules, 2014 (amendment Rule 2015) and SEBI (Listing Obligation Disclosure Requirements) Regulations 2015.

In Compliance of provision of Section 108 of Companies Act, 2013 read with Rule 20 & 21 of companies (management and administration) rules, 2014 (amendment Rule 2015) and SEBI (Listing Obligation Disclosure Requirements) Regulations 2015, the 14<sup>th</sup> Annual General Meeting of the company was held through Video Conference (VC)/other Audio Visual Means (OVM) without physical presence of members at common venue.



I submit my report as under:

1. The Management of the Company is responsible to ensure compliance with the requirement of the relevant provisions of (i) Companies Act, 2013 and the Rules made thereunder (ii) the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and (iii) Secretarial Standard - 2 on General Meeting issued by Institute Of Company Secretary Of India, relating to the poll , including voting by Electronic means (remote e- voting ) if applicable, my responsibility as a Scrutinizer is restricted to give a Report on the votes cast by members for the resolution (business) contained in the Notice dated 04/08/2022.
2. Noitce of the Annual General Meeting was placed on the website of the company [www.bansalroofing.com](http://www.bansalroofing.com).
3. Notice clearly indicated the process & manner for electronic voting during the Annual General Meeting & also time schedule of Remote e-voting from Monday, 12<sup>th</sup> September, 2022, 09:00 A.M Till Wednesday, 14<sup>th</sup> September, 2022, till 05:00 P.M 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.
4. As prescribed in aforesaid rules company has also published Newspaper advertisement on *THE INDIAN EXPRESS* on 08<sup>th</sup> August, 2022 and in *GUJARAT MITRA* on 8<sup>th</sup> August, 2022 and it carried the required information as specified in the Rules.
5. Remote e-voting remained open for 03 days from Monday, 12<sup>th</sup> September 2022, 09:00 A.M till Wednesday, 14<sup>th</sup> September 2022, 05:00 P.M and that aforesaid remote e-voting period was completed 1 day prior to the date of 14<sup>th</sup> Annual General Meeting held on 15/09/2022.
6. Equity shareholders holding shares as on the cutoff date i.e. 7<sup>th</sup> September, 2022 were entitled to vote on the proposed resolution (Item No. 1 – 6) as set out in Notice of 14<sup>th</sup> Annual General Meeting.





7. At 14<sup>th</sup> Annual General Meeting held on 15/09/2022 the facility to vote through electronic voting system had been provided to facilitate voting for those members who have not casted their votes through remote e-voting.
8. After the closure of period for remote e-voting on 14<sup>th</sup> September, 2022, 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 Linkintime <https://instavote.linkintime.co.in> for the puspose of ensuing that the members who have casted their votes through remote e-voting do not electronically vote again at 14<sup>th</sup> Annual General Meeting.
9. After the closure of Electronic voting at Annual General Meeting the votes casted through electronic voting at Annual General Meeting through remote e-voting prior to the date of Annual General Meeting were unblocked in presence of 2 witness who are not in employment of the company namely Mr. Hardik Paranjape and Ms. Triveni Shirke.
10. The details contained, interalia, list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the website of Linkintime <https://instavote.linkintime.co.in>.
11. Based on the report generated from the e-voting website Linkintime <https://instavote.linkintime.co.in> & <https://instameet.linkintime.co.in>, I hereby submit my consolidated report on the result of remote e-voting together with that of Electronic voting at 14<sup>th</sup> Annual General Meeting in respect of the resolutions as under:



**(ORDINARY BUSINESS)**

- (a) Resolution No. 1 – To receive, consider and adopt the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2022 which includes the statement of Profit & Loss and Cash Flow statement for the year ended 31<sup>st</sup> March, 2022, the Balance Sheet as at that date, the Auditor's Report thereon, and the Board's Report.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	10457349	4	40396	25	10497745	100
Dissent	-	-	-	-	-	-	0
Total	21	10457349	4	40396	25	10497745	100

- (b) Resolution No. 2 – To appoint a Director in place of Mrs. Sangeeta K. Gupta having (DIN: 02140757), who retire by rotation and is eligible for reappointment.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	20	10456349	4	40396	24	10496745	99.9904
Dissent	1	1000	-	-	1	1000	0.0096
Total	21	10457349	4	40396	25	10497745	100

**SPECIAL BUSINESS:**

- (c) Resolutuon No.3 To increase the remuneration payable to Mr. Kaushalkumar S. Gupta (02140767) chairman and Managing Director of the company.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	20	10456349	4	40396	24	10496745	99.9904
Dissent	1	1000	-	-	1	1000	0.0096
Total	21	10457349	4	40396	25	10497745	100



**(d) Resolution No. 4 – To Increase the remuneration payable to Mrs. Sangeeta K. Gupta (DIN: 02140757) Whole-Time Director of the company.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	20	10456349	4	40396	24	10496745	99.9904
Dissent	1	1000	-	-	1	1000	0.0096
Total	21	10457349	4	40396	25	10497745	100

**(e) Resolution No.5: To Increase the remuneration payable to Mr Kailash K. Gupta (DIN: 08789543), Whole-Time Director of the company.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	20	10456349	4	40396	24	10496745	99.9904
Dissent	1	1000	-	-	1	1000	0.0096
Total	21	10457349	4	40396	25	10497745	100

**(f) Resolution No.6: To appoint Mrs Arpita Tejaskumar Shah (DIN: 09630872), as an Independent Director**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	20	10456349	4	40396	24	10496745	99.9904
Dissent	1	1000	-	-	1	1000	0.0096
Total	21	10457349	4	40396	25	10497745	100

12. All the revelant records relating to remote e-voting as well as Electronic Voting at the 14<sup>th</sup> Annual General Meeting shall remain in safe custody of until the Chairman consider approve and sign minutes of the aforesaid Annual General Meeting and the same shall be handed to over to the Compliance office of the company for safe keeping.

Date: 16/09/2022  
Place: Vadodara



Thanking you  
Yours Faithfully

*P. A. Luktuke*

Piyush Luktuke  
Advocate  
Memb No : G-0413/01

General information about company	
Scrip code	538546
NSE Symbol	
MSEI Symbol	
ISIN	INE319Q01012
Name of the company	BANSAL ROOFING PRODUCTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-09-2022
Start time of the meeting	2:00 PM
End time of the meeting	2:40 PM

Scrutinizer Details	
Name of the Scrutinizer	PIYUSH LUKTUKE
Firms Name	PIYUSH A LUKTUKE
Qualification	Advocate
Membership Number	G-0413/01
Date of Board Meeting in which appointed	04-08-2022
Date of Issuance of Report to the company	16-09-2022



Voting results	
Record date	07-09-2022
Total number of shareholders on record date	1448
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	21
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider, to adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors' and the Auditors' thereon.				
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	9671578	9671578	100	9671578	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9671578	9671578	100	9671578	0	100	0
Public- Institutions	E-Voting	11619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11619	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3500003	785771	22.4506	785771	0	100	0
	Poll		40396	1.1542	40396	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3500003	826167	23.6048	826167	0	100	0
Total		13183200	10497745	79.6297	10497745	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Sangeeta K. Gupta having [DIN: 02140757], who retires by rotation and is eligible for reappointment.				
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	9671578	9671578	100	9671578	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9671578	9671578	100	9671578	0	100	0
Public-Institutions	E-Voting	11619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11619	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3500003	785771	22.4506	784771	1000	99.8727	0.1273
	Poll		40396	1.1542	40396	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3500003	826167	23.6048	825167	1000	99.879	0.121
Total		13183200	10497745	79.6297	10496745	1000	99.9905	0.0095
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Increase the remuneration payable to Mr. Kaushalkumar S. Gupta (DIN: 02140767), Chairman and Managing Director of the Company				
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	9671578	9671578	100	9671578	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9671578	9671578	100	9671578	0	100	0
Public-Institutions	E-Voting	11619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11619	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3500003	785771	22.4506	784771	1000	99.8727	0.1273
	Poll		40396	1.1542	40396	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3500003	826167	23.6048	825167	1000	99.879	0.121
Total		13183200	10497745	79.6297	10496745	1000	99.9905	0.0095
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Increase the Remuneration payable to Mrs. Sangeeta K. Gupta (DIN: 02140757), Whole-Time Director of the Company				
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	9671578	9671578	100	9671578	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9671578	9671578	100	9671578	0	100	0
Public-Institutions	E-Voting	11619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11619	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3500003	785771	22.4506	784771	1000	99.8727	0.1273
	Poll		40396	1.1542	40396	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3500003	826167	23.6048	825167	1000	99.879	0.121
Total		13183200	10497745	79.6297	10496745	1000	99.9905	0.0095
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Increase the Remuneration payable to Mr. Kailash K. Gupta (DIN: 08789543), Whole-Time Director of the Company				
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	9671578	9671578	100	9671578	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9671578	9671578	100	9671578	0	100	0
Public-Institutions	E-Voting	11619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11619	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3500003	785771	22.4506	784771	1000	99.8727	0.1273
	Poll		40396	1.1542	40396	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3500003	826167	23.6048	825167	1000	99.879	0.121
Total		13183200	10497745	79.6297	10496745	1000	99.9905	0.0095
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mrs. Arpita Tejaskumar Shah (DIN: 09630872), as an Independent Director				
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	9671578	9671578	100	9671578	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9671578	9671578	100	9671578	0	100	0
Public-Institutions	E-Voting	11619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11619	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3500003	785771	22.4506	784771	1000	99.8727	0.1273
	Poll		40396	1.1542	40396	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3500003	826167	23.6048	825167	1000	99.879	0.121
Total		13183200	10497745	79.6297	10496745	1000	99.9905	0.0095
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	