

May 22, 2019

The DCS-CRD BSE Ltd. Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
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Dear Sir/Madam,

Scrip Code: 502219

Symbol: BOROSIL

Series: EQ

**Sub: Revised Scrutinizer Report in respect of Voting by Equity Shareholders
(Public) in NCLT Convened Meeting**

Attached please find revised Scrutinizer Report on the captioned matter (with two totalling corrections).

Request you to take the same on your records.

We regret the inconvenience.

Yours faithfully,

For Borosil Glass Works Limited

Gita Yadav

Company Secretary & Compliance Officer

ACS23280

Encl: As above

SHAILASHRI BHASKAR
B.Com, M B A, F C S.
Practising Company Secretary
(FCS:5778; CP:5092)

2E, Malayagiri, Anushakti Nagar,
Mumbai: 400 094
Tel: +91 22 25573495
Cell: + 91 9869100391
Email: shailashrib@gmail.com

Scrutinizer's Report

As per SEBI Circular – Voting Results of the Public Shareholders

To,
Mr. Siddharth Thakur Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders of Borosil Glass Works Limited
1101, Crescenzo, G-Block, Opp. MCA Club,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051, Maharashtra

Dear Sir,

I, Mrs. Shailashri Bhaskar, Practicing Company Secretary (Membership No. F 5778) have been appointed by the Board of Directors of Borosil Glass Works Limited (the Company) and the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), by its Order dated March 29, 2019, as "the Scrutinizer" for the purpose of conducting the voting done through e-voting by the Public Shareholders of the Company, on the resolution seeking approval of Public Shareholders of the Company, pursuant to Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 issued by the Securities and Exchange Board of India ("SEBI Circular"), to the Scheme of Amalgamation and Arrangement amongst Vyline Glass Works Limited ('the Transferor Company 1' or 'VGWL'), Fennel Investment and Finance Private Limited ('the Transferor Company 2' or 'FIFPL') and Gujarat Borosil Limited ('the Transferor Company 3' or 'GBL') and Borosil Glass Works Limited ('the Transferee Company 3' or 'the Demerged Company' or 'BGWL') and Borosil Limited ('the Resulting Company' or 'BL') and their respective shareholders ('the Scheme') in terms of the Notice dated April 03, 2019 and dispatched to the Shareholders by April 11, 2019.

I do hereby submit my report as under:

1. The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing the e-voting platform to the equity shareholders of the Company. Universal Capital Securities Private Limited is the Registrar and Share Transfer Agent of the Company.



2. The Management of the Company is responsible for ensuring compliance with the requirements of the SEBI Circular dated March 10, 2017, relating to voting done through e-voting and poll.
3. The **Cut-off date** was **Tuesday, May 7, 2019**, for the purpose of deciding the Public Shareholders entitled to vote through e-voting on the resolution seeking their approval.
4. The voting through e-voting had commenced at **9:00 a.m. on Friday, May 10, 2019**, and has closed at **5:00 p.m. on Monday, May 13, 2019**.
5. My responsibility as a Scrutinizer for the voting process (through e-voting and poll) is restricted to scrutinize the e-voting and poll process in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in Favour or Against the resolution stated in the Notice, based on reports generated from the e-voting system provided by CDSL and through poll.
6. The Company has, on the basis of the Register of Members and the list of beneficiary owners made available by the Depositories, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, etc. to the Public Shareholders of the Company (holding the equity shares as of the cut-off date, i.e. March 30, 2019) by Thursday, April 11, 2019 and has also published an advertisement in this regard, in English language in Business Standard and translation thereof in Marathi language in Navshakti, on Friday, April 12, 2019.
7. The e-voting module was disabled and blocked by CDSL for voting on Monday, May 13, 2019 at 5.00 p.m.
8. The voting done through e-voting and through poll were reconciled with the records maintained by the Company and CDSL and the authorizations lodged with the Company.
9. The e-voting and poll done, which were incomplete and/or which were otherwise found defective have been treated as invalid.
10. One Shareholder voted both through the e-voting process and through poll. His vote through Poll has been considered invalid.
11. The consolidated result of the voting seeking approval of the Public Shareholders of the Company to the Scheme is as under:

Resolution

Approval of the Scheme of Amalgamation and Arrangement amongst Vylene Glass Works Limited ('the Transferor Company 1' or 'VGWL'), Fennel Investment and Finance Private Limited ('the Transferor Company 2' or 'FIFPL') and Gujarat Borosil Limited ('the Transferor Company 3' or 'GBL') and Borosil Glass Works Limited ('the Transferee Company 3' or 'the Demerged Company' or 'BGWL') and Borosil Limited ('the Resulting Company' or 'BL') and their respective shareholders.



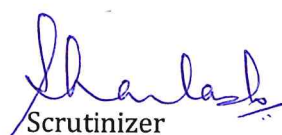
Consolidated Report on result of voting through Physical Voting and E-voting by Public Shareholders

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	67315720						
	Poll							
	Total							
Public-Institutions	E-Voting	2721093	2265876	83.27	2265876	0	100	0
	Poll		0	0	0	0	0	0
	Total		2265876	83.27	2265876	0	100	0
Public - Non Institutions	E-Voting	22363187	587712	2.62	587649	63	99.99	0.01
	Poll		3992	0.02	2402	0	100	0.00
	Total		591704	2.64	590051	63	99.99	0.01
Total		92400000	2857580	3.09	2855927	63	99.99	0.01

*As per SEBI Circular March 10, 2017, the voting by promoters has not been considered.

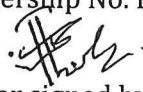
12. The combined list of Public Shareholders who voted "FOR/AGAINST/INVALID" for above resolution through Poll and e-voting process, is annexed to this Report as Annexure 1 and 2.

13. All relevant records of Poll and electronic data files related to e-voting handed over to the Company Secretary of the Company for safe keeping.


Scrutinizer

Mrs. Shailashri Bhaskar
Practicing Company Secretary
Membership No. F5778




Counter signed by Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders
Place: Mumbai
Dated: May 15, 2019

Report Generation Date and Time : 14-05-2019:13:56:10

EVSN	ISIN	No of Folios Voted
190426003	NE666D01022	95

Voting Start Date and Time : 10-05-2019 09:00

Voting End Date and Time : 13-05-2019 17:00

Meeting Date and Start Time :14-05-2019 13:30

Voting Finalisation Date and Time: 14-05-2019 13:56

Res. No.	Yes Count	Yes (%)	No Count	No (%)	TotalCount	Total
1	93	70169245 (100%)	2	63 (0%)	95	70169308.000



SHAILASHRI BHASKAR
FEB 8 2002
CP. No. 1002
* COMPANY SECRETARY *

Annexure: I

BOROSIL GLASS WORKS - PHYSICAL VOTING - EQUITY SHAREHOLDERS

Sl.No	Name of the Shareholder	Folio Number	No of shares held	favour	against	Invalid	Remarks
1	V S Kanolkar	1302590001416120	40	40	0		
2	Suresh A Kanolkar	1302590000181180	40	40	0		
3	Shalini Manglani	M1168	40	40	0		
4	Prajay T Manjrekar	IN30154930558926	4	4	0		
5	Manohar Manglani	M1169	40	40	0		
6	Yusuf Y Rurgwar	1601010000232390	30	30	0		
7	Santosh Kumar Tibdewal	IN30051313202233	1590	0	0	1590	evoted
8	John Backianathan	IN301267930007524	40	40	0		
9	Balkrishna N Acharya	IN30075210391908	40	40	0		
10	Ashok Shankar Bharne & Shobha Ashok Bharne	IN30001110281703	2028	2028	0		
11	Rajesh B	IN30023915621271	100	100			

Total	3992	2402	0	1590
Evoting	70169308	70169245	63	0
Total	70173300	70171647	63	1590

99.99991022

