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
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Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Unsecured Creditors

To,

Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Unsecured Creditors
of Vyline Glass Works Ltd pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT)**

1. I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Unsecured Creditors of Borosil Glass Works Limited held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 4.30 P.M., on the resolution seeking approval for 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 Unsecured Creditors by April 11, 2019, convening the said meeting.

2. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

3. Notices were issued to the Unsecured Creditors whose names appeared in the List of Unsecured Creditors as on February 28, 2019.

SHAILASHRI BHASKAR * COMPANY SECRETARY *

4. The Unsecured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

5. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in **Favour or Against** the resolution stated in the Notice, based on the voting conducted through poll at the venue of the meeting.

6. The Chairman of the Meeting directed the conduct of voting through poll paper for the unsecured creditors who were present at the meeting.

7. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

8. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

9. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

10. 34 Ballot Papers were found in the ballot box.

11. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

a) Votes in favour of the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast (Rs.)	Value of votes cast by unsecured creditors in favour (in Rs.)	% of value of total votes cast
34	1,99,17,695	1,99,17,695	100%

b) Votes against the Resolution

No. of Unsecured Creditors present and	Value of the Total votes cast	Value of votes cast against by unsecured	% of value of total votes cast

voting (in person or by proxy or by authorized representative		creditors (in Rs.)	
34	1,99,17,695	0	-

c) Invalid Votes

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by unsecured creditors (in Rs.)	% of value of total votes cast
34	1,99,17,695	0	-

12. The list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is annexed to this report as Annexure 1

13. The poll papers and all other relevant records have been handed over to the Director of the Company for safe keeping

Scrutinizer
Mrs. Shailashri Bhaskar
Practicing Company Secretary
Membership No. F5778

SHAILASHRI BHASKAR
FCS 5778
CP. No. 5092
COMPANY SECRETARY

Counter signed by Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Unsecured Creditors

Place: Mumbai
Dated: May 15, 2019

vyline - Unsecured Creditors - Physical Voting

Sl.No	Name of the Creditor	Principal Amount DueRs.	favour	against	Invalid	Remarks
1	Aditi Enterprises	663832	663832			
2	Tirupati Enterprises	1137080	1137080			
3	Vanshika Print	284786	284786			
4	Akshar Packaging P Ltd	263633	263633			
5	Akar Offset	325597	325597			
6	Aes Logistics	20358	20358			
7	Flomic Freight Services Pvt Ltd	21564	21564			
8	MPT Logistics Pvt Ltd	11056	11056			
9	Seasons Polymers Pvt Ltd	50509	50509			
10	Hitesh Enterprises	401609	401609			
11	Shree Ram Enterprise	1134865	1134865			
12	Jai Ambe Packaging	302254	302254			
13	Paper Pack Industries	5192889	5192889			
14	APS Packaging Pvt Ltd	11064	11064			
15	Sunder Tools	726455	726455			
16	Amrita Graphics	34612	34612			
17	Priyam Packaging Pvt Ltd	160950	160950			
18	Hardik Roadlines	340383	340383			
19	Ray Plast	272588	272588			
20	Mesprosoft Pvt Ltd	311472	311472			
21	Hotel Contessa P Ltd	58302	58302			
22	Tirumala Travels P Ltd	8400	8400			
23	NDC Diagnostic Centre P Ltd	57105	57105			
24	Sunit Electricals	1370614	1370614			
25	Themis Automation P Ltd	56640	56640			
26	Bartech Data Systems P Ltd	273718	273718			
27	V S Packaging Industries	3628690	3628690			
28	Sharma Contractor	648345	648345			
29	Harbour Roadlines	144144	144144			
30	Siya Enterprise	217577	217577			
31	R K Agency	496763	496763			
32	Unicorn Infotel Pvt Ltd	165880	165880			
33	Scientific Glass Trading Co	79534	79534			
34	Toll Global Forwarding I P Ltd	1044427	1044427			
	Total	**19917695**	**19917695**		**0**	

#REF!

SHAILASHRI BHASKAR COMPANY SECRETARY

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

Combined Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through (i) e-voting and (ii) physical voting at the venue of the meeting

To,
Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders
of Borosil Glass Works Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 and the voting conducted through poll at the venue of the meeting of the Equity Shareholders (including Public Shareholders) of Borosil Glass Works Limited held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 1.30 P.M., pursuant to provisions of the Companies Act, 2013 read with applicable rules made thereunder and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015, on the resolution seeking approval of the Equity Shareholders 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, convening the said meeting.

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 Act and the Rules thereunder, and SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 relating to voting done through e-voting and voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

3. The **Cut-off date** was **Tuesday, May 7, 2019** for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and voting conducted through poll at the venue of the meeting by the equity shareholders 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 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 voting conducted through poll at the venue of the meeting) is restricted to scrutinize the e-voting process and voting conducted through poll at the venue of the meeting 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 the reports generated from the e-voting system provided by CDSL and voting conducted through poll at the venue of the meeting.

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, proxy form, attendance slip etc. to the Equity 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 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 **May 13, 2019 at 5:00 p.m.**

8. On Tuesday, May 14, 2019 at the venue of the NCLT convened Meeting, at the end of discussion, the Chairman of the Meeting directed for conducting the voting through poll for the Equity Shareholders who were present at the meeting but who had not cast their vote earlier through e-voting module of CDSL.

9. On completion of the voting at the NCLT convened Meeting, Universal Capital Securities Private Ltd provided to me the list of shareholders who were present at the meeting either in person or through proxies and who had cast their votes, their holding details and the details of the votes cast on the Resolution.

10. I first counted the votes cast at the venue of the meeting. The votes cast through poll were reconciled with the records maintained by the Company and the authorisations/proxies lodged with the Company.

11. I then unblocked the votes cast through the e-voting module of CDSL in the presence of two witnesses, viz., Mr A Sekar and Ms Meghna Shah, who are not in employment of the Company.

12. The e-voting and voting through poll done, which were incomplete and/or which were otherwise found to be defective have been treated as invalid.

13. One shareholder voted both through e-voting and through poll. His vote through poll has been considered as invalid.

14. The consolidated result of the voting seeking approval of the equity shareholders of the Company to the Scheme is as under:

Resolution

Approval of 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.

Consolidated Report on result through E-voting and the Voting conducted through poll at the venue of the meeting of Equity Shareholders.

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	70169308	0	70169308	**70169245**	99.99	63	0.01
Poll	3992	1590	2402	2402	100	0	0.00
Total	**70173300**	**1590**	70171710	**70171647**	**99.99**	**63**	**0.01**

SHAILASHRI BHASKAR * COMPANY SECRETARY *

Table showing bifurcations of Promoters, Financial Institutions and Others is as under:

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**
		[1]	**[2]**	**[3]={[2]/[1]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*100**
Promoter and Promoter Group	E-Voting	67315720	67315720	100	67315720	0	100	0
	Poll		0	0	0	0	0	0
	Total		67315720	100	67315720	0	100	0
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**	**70173300**	**75.95**	**70171647**	**63**	**99.99**	**0.01**

15. The combined list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting and e-voting process is annexed to this report as Annexure 1 and 2.

SHAILASHRI BHASKAR COMPANY SECRETARY

16. All relevant records of the voting conducted through poll at the venue of the meeting and e-voting are handed over to the Company Secretary of the Company for safe keeping.

Scrutinizer
Mrs. Shailashri Bhaskar
Practicing Company Secretary
Membership No. F 5778

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

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
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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 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.

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

Annexure: 1

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

SHAILASHRI BIJASAN & CO. COMPANY SECRETARY CP. No. 8278

Annexure: 2

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

EVSN	ISIN	No of Folios Voted
190426003	INE666D01022	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
FCS 9278
CP. No. 9882
COMPANY SECRETARY

File Generated Date and Time : 14-05-2019:13:58:10

Shareholder Substatus	Memberid	Member Name	Address	No. of Shares	Resolution Number	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain	Entity Voted	User ID	Date of Voting	Status of Vote	BR File name	POA File name
Substatus unavailable in EVS	1201090000049656	S.NEPOLEAN . .		18.000	1	18.000	0.000	0.000	INVESTOR	1201090000049656	2019-05-10 19:25:45.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1201090000049657	N MUTHUMEENAKSHI . .		33.000	1	33.000	0.000	0.000	INVESTOR	1201090000049657	2019-05-10 19:26:51.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1201220000007433	CHANDRA KUMAR RAJGARHIA		64000.000	1	64000.000	0.000	0.000	INVESTOR	1201220000074330	2019-05-11 17:09:26.0	VOTED	NONE	NONE
Corporate Body-Domestic	1201220000079400	SHRESTH ENTERPRISES PVT. LTD.		356000.000	1	356000.000	0.000	0.000	INVESTOR	1201220000079400	2019-05-11 17:24:05.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1208900000000500	DINESH AMRUTLAL KOTECHA		16.000	1	16.000	0.000	0.000	INVESTOR	1208900000000500	2019-05-13 16:47:53.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1202870000159490	BIPIN NAGINDAS JOBANPUTRA		1.000	1	1.000	0.000	0.000	INVESTOR	1202870000159490	2019-05-11 14:18:26.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1203390000017722	RAJESH KUMAR CHAUDHARY (HUF) .		900.000	1	900.000	0.000	0.000	INVESTOR	1203390000017722	2019-05-13 08:52:30.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1203390000017722	VIDHAN MAHESH DOSHI		150.000	1	150.000	0.000	0.000	INVESTOR	1203390000017722	2019-05-10 12:54:32.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1203600003181313	SAIKUMAR K .		6.000	1	6.000	0.000	0.000	INVESTOR	1203600003181313	2019-05-10 09:50:04.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1204370000209400	SANJAY MEHTA		50.000	1	50.000	0.000	0.000	INVESTOR	1204370000209400	2019-05-10 11:46:21.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1204720000523700	N V SATYA SIVA KUMAR		1.000	1	0.000	1.000	0.000	INVESTOR	1204720000523700	2019-05-10 11:49:16.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1208160000017656	MOHAN CHANSHAMDAS CHANDIRAMANI		62.000	1	0.000	62.000	0.000	INVESTOR	1208160000017656	2019-05-12 16:45:21.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1208160000286503	VINOD MANSUKHABHAI PARMAR		1.000	1	1.000	0.000	0.000	INVESTOR	1208160000286503	2019-05-13 09:42:55.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1208160000396793	RIZWAN ANWAR MALIK		16.000	1	16.000	0.000	0.000	INVESTOR	1208160000396793	2019-05-13 12:24:14.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1208160000494137	BALAJI REDDIPALLI		215.000	1	215.000	0.000	0.000	INVESTOR	1208160000494137	2019-05-10 17:06:10.0	VOTED	NONE	NONE
Substatus unavailable in EVS	1208160012039300	ARCHIT YOGESHBHAI TUNDIA		5.000	1	5.000	0.000	0.000	INVESTOR	1208160012039300	2019-05-13 09:48:40.0	VOTED	NONE	NONE
Substatus unavailable in EVS	A00933	ANAND SULTANIA		80.000	1	80.000	0.000	0.000	INVESTOR	A00933	2019-05-13 10:08:45.0	VOTED	NONE	NONE
Substatus unavailable in EVS	A00934	ABHISHEK RAHATE		40.000	1	40.000	0.000	0.000	INVESTOR	A00934	2019-05-10 09:39:15.0	VOTED	NONE	NONE
Substatus unavailable in EVS	A00943	AMOL V SHINDE		40.000	1	40.000	0.000	0.000	INVESTOR	A00943	2019-05-10 16:55:47.0	VOTED	NONE	NONE
Substatus unavailable in EVS	A00944	ANAGHA MAHESH SHIVALKAR		40.000	1	40.000	0.000	0.000	INVESTOR	A00944	2019-05-10 17:06:33.0	VOTED	NONE	NONE
Substatus unavailable in EVS	B01159	BALAKRISHNAN T K		40.000	1	40.000	0.000	0.000	INVESTOR	B01159	2019-05-13 09:10:53.0	VOTED	NONE	NONE
Substatus unavailable in EVS	D01443	DIVYA DINESH CHADIGAONKAR		40.000	1	40.000	0.000	0.000	INVESTOR	D01443	2019-05-10 09:30:20.0	VOTED	NONE	NONE
Substatus unavailable in EVS	I00157	IRENE SEQUEIRA		40.000	1	40.000	0.000	0.000	INVESTOR	I00157	2019-05-10 16:49:10.0	VOTED	NONE	NONE
Substatus unavailable in EVS	IN300054100134100	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP IN		36747.000	1	36747.000	0.000	0.000	CUSTODIAN	ks42311	2019-05-10 16:39:33.0	VOTED	31042 BR 10-05-2014 10.55.12.635.pdf	IN300054100134100 POA.pdf
Substatus unavailable in EVS	IN300054100325300	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN		2526.000	1	2526.000	0.000	0.000	CUSTODIAN	ks42311	2019-05-10 16:39:33.0	VOTED	31042 BR 10-05-2014 10.55.12.635.pdf	IN300054100325300 POA.pdf
Substatus unavailable in EVS	IN300054100760800	GOVERNMENT PENSION FUND GLOBAL		2039120.000	1	2039120.000	0.000	0.000	CUSTODIAN	ks42311	2019-05-10 16:39:33.0	VOTED	31042 BR 10-05-2014 10.55.12.635.pdf	IN300054100760881 POA.PDF
Substatus unavailable in EVS	IN300054100809500	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND		3051.000	1	3051.000	0.000	0.000	CUSTODIAN	ks42311	2019-05-10 16:39:33.0	VOTED	31042 BR 10-05-2014 10.55.12.635.pdf	IN300054100809599 POA.pdf
Substatus unavailable in EVS	IN300054100884840	QUEENSLAND INVESTMENT TRUST NO 2		3349.000	1	3349.000	0.000	0.000	CUSTODIAN	ks42311	2019-05-10 16:39:33.0	VOTED	31042 BR 10-05-2014 10.55.12.635.pdf	IN300054100854844 POA.pdf
Substatus unavailable in EVS	IN300167100230100	ALASKA PERMANENT FUND		4001.000	1	4001.000	0.000	0.000	CUSTODIAN	ks42311	2019-05-10 16:39:33.0	VOTED	30948 BR 09-08-2016 18.28.28.139.pdf	IN300167100221055 POA.pdf
Substatus unavailable in EVS	IN300167100357100	CITY OF NEW YORK GROUP TRUST		3673.000	1	3673.000	0.000	0.000	CUSTODIAN	dubenir	2019-05-10 17:11:12.0	VOTED	30948 BR 09-08-2016 18.28.28.139.pdf	IN300167100030167 POA.pdf
Substatus unavailable in EVS	IN300167101216500	CANADIAN WORLD FUND LIMITED		158000.000	1	158000.000	0.000	0.000	CUSTODIAN	dubenir	2019-05-10 17:11:38.0	VOTED	30948 BR 09-08-2016 18.28.28.139.pdf	IN300167100571030 POA.pdf
Substatus unavailable in EVS	IN300167101521500	PEOPLE'S BANK OF CHINA		5409.000	1	5409.000	0.000	0.000	CUSTODIAN	dubenir	2019-05-10 17:10:47.0	VOTED	30948 BR 09-08-2016 18.28.28.139.pdf	IN300167100571030 POA.pdf
Mutual Fund-MF	IN300167101521500	MAHINDRA RURAL BHARAT AND CONSUMPTION YOJANA		10000.000	1	10000.000	0.000	0.000	CUSTODIAN	dubenir	2019-05-10 17:12:08.0	VOTED	30948 BR 09-08-2016 18.28.28.139.pdf	IN300167101216500 POA.pdf
Resident - Ordinary	IN300183103630300	RAJESH KUMAR CHAUDHARY		600.000	1	600.000	0.000	0.000	CORPORATE	23183916	2019-05-13 12:08:05.0	VOTED	81218 BR 21-11-2016 17.28.56.853.pdf	NONE
Resident - Ordinary	IN300239117514400	RAJSHREE S PADIA		400.000	1	400.000	0.000	0.000	INVESTOR	IN300183103630300	2019-05-13 08:53:29.0	VOTED	NONE	NONE
Resident - Ordinary	IN300476101616400	RITURAJ SHARMA		19200.000	1	19200.000	0.000	0.000	INVESTOR	IN300239117514400	2019-05-10 16:33:49.0	VOTED	NONE	NONE
Resident - Ordinary	IN300484100750600	NAVEEN BOTHRA		1000.000	1	1000.000	0.000	0.000	INVESTOR	IN300476101616400	2019-05-10 09:24:39.0	VOTED	NONE	NONE
Resident - Ordinary	IN300484126023300	RITA BOTHRA		82000.000	1	82000.000	0.000	0.000	INVESTOR	IN300484100750600	2019-05-10 12:42:33.0	VOTED	NONE	NONE
Resident - Ordinary	IN300484270496000	PIYUSH KUMAR BAGARIA		74.000	1	74.000	0.000	0.000	INVESTOR	IN300484126023300	2019-05-10 12:32:45.0	VOTED	NONE	NONE
Resident - Ordinary	IN300513132022200	SANTOSH KUMAR TIBDEWAL		1590.000	1	1590.000	0.000	0.000	INVESTOR	IN300484270496000	2019-05-10 13:58:20.0	VOTED	NONE	NONE
Resident - Ordinary	IN300513132083600	SNEHLATA SANTOSH TIBDEWAL		160.000	1	160.000	0.000	0.000	INVESTOR	IN300513132022200	2019-05-10 14:49:41.0	VOTED	NONE	NONE
Resident - Ordinary	IN300513228895700	SAMMETA RADHIKA MANI		200.000	1	200.000	0.000	0.000	INVESTOR	IN300513132083600	2019-05-10 14:59:52.0	VOTED	NONE	NONE
Resident - Ordinary	IN300597102937700	DNYANESHWAR KAMLAKAR BHAGWAT		1.000	1	1.000	0.000	0.000	INVESTOR	IN300513228895700	2019-05-13 05:02:51.0	VOTED	NONE	NONE
Body Corporate - Domestic	IN300888149794600	CROTON TRADING PRIVATE LIMITED		12134240.000	1	12134240.000	0.000	0.000	CORPORATE	IN300597102937700	2019-05-10 22:29:31.0	VOTED	NONE	NONE
Body Corporate - Domestic	IN301127161161600	EENMEL INVESTMENT AND FINANCE PRIVATE LTD		4962280.000	1	4962280.000	0.000	0.000	CORPORATE	BLKheruka	2019-05-11 12:02:04.0	VOTED	32779 BR 06-05-2019 18.37.13.056.pdf	NONE
Resident - Ordinary	IN301151220121400	SHREEVAR KHERUKA		2000.000	1	2000.000	0.000	0.000	CORPORATE	Kheruka	2019-05-11 12:05:35.0	VOTED	32263 BR 07-05-2019 09.42.08.291.pdf	NONE
Resident - Ordinary	IN301330200133300	BAJRANG LAL KHERUKA		11363680.000	1	11363680.000	0.000	0.000	INVESTOR	IN301151220121400	2019-05-10 16:10:05.0	VOTED	NONE	NONE
Non Resident Indian (NRI) - Non Repatriable	IN301330211571600	PRADEEP KUMAR KHERUKA		10563680.000	1	10563680.000	0.000	0.000	INVESTOR	IN301330200133300	2019-05-11 11:54:53.0	VOTED	NONE	NONE
Substatus unavailable in EVS	IN301330241133700	GUJARAT FUSION GLASS LLP		80.000	1	80.000	0.000	0.000	INVESTOR	IN301330211571600	2019-05-10 16:10:52.0	VOTED	NONE	NONE
Resident - Ordinary	IN301549348005600	NARENDRA J ADHIA		30000.000	1	30000.000	0.000	0.000	CORPORATE	BLKheruka	2019-05-11 11:57:13.0	VOTED	32674 BR 06-05-2019 09.23.20.327.pdf	NONE
Resident - Ordinary	IN301549348005700	NARENDRA JAYANTILAL ADHIA		15000.000	1	15000.000	0.000	0.000	INVESTOR	IN301549143005600	2019-05-10 21:10:46.0	VOTED	NONE	NONE
Resident - Ordinary	IN301549382333300	KHURSHED NARIMAN PESTONJI		9000.000	1	9000.000	0.000	0.000	INVESTOR	IN301549348005700	2019-05-10 21:03:01.0	VOTED	NONE	NONE
Resident - Ordinary	IN301549529422900	BHAVNA DILIP POWLE		50.000	1	50.000	0.000	0.000	INVESTOR	IN301549382333300	2019-05-10 09:29:08.0	VOTED	NONE	NONE
Resident - Ordinary	IN302105101301600	REKHA KHERUKA		13945880.000	1	13945880.000	0.000	0.000	INVESTOR	IN301549529422900	2019-05-10 15:14:54.0	VOTED	NONE	NONE
Resident - Ordinary	IN302105101313100	KIRAN KHERUKA		14147880.000	1	14147880.000	0.000	0.000	INVESTOR	IN302105101301600	2019-05-10 16:11:45.0	VOTED	NONE	NONE
Resident - Ordinary	IN302603100175400	SHOBHA SURESH SHENOY		4.000	1	4.000	0.000	0.000	INVESTOR	IN302105101313100	2019-05-10 16:13:55.0	VOTED	NONE	NONE
Resident - Ordinary	IN302603101132200	TRIVIKRAM S SHENOY		4.000	1	4.000	0.000	0.000	INVESTOR	IN302603100175400	2019-05-10 19:42:26.0	VOTED	NONE	NONE
Non Resident Indian (NRI) - Repatriable	IN302679323239100	ABDUL SATHAR MOHAMED KUNHI		251.000	1	251.000	0.000	0.000	INVESTOR	IN302603101132200	2019-05-10 19:43:28.0	VOTED	NONE	NONE
Non Resident Indian (NRI) - Repatriable	IN302679323240100	ABDUL SATHAR MOHAMED KUNHI		1053.000	1	1053.000	0.000	0.000	INVESTOR	IN302679323239100	2019-05-12 15:59:55.0	VOTED	NONE	NONE
Resident - Ordinary	IN300286226684700	GANESH RATNAKAR BORSE		71.000	1	71.000	0.000	0.000	INVESTOR	IN302679323240100	2019-05-12 16:01:26.0	VOTED	NONE	NONE
Resident - Ordinary	IN300286418541400	ATUL TAYAL		20.000	1	20.000	0.000	0.000	INVESTOR	IN300286226684700	2019-05-12 08:04:04.0	VOTED	NONE	NONE
Resident - Ordinary	IN303401001385100	ARUN KUMAR MAROTI		2400.000	1	2400.000	0.000	0.000	INVESTOR	IN300286418541400	2019-05-10 10:54:09.0	VOTED	NONE	NONE
Resident - Ordinary	IN303719109385800	REKHA KHERUKA		98000.000	1	98000.000	0.000	0.000	INVESTOR	IN303401001385100	2019-05-10 13:20:26.0	VOTED	NONE	NONE
Resident - Ordinary	IN303719109701000	KIRAN KHERUKA		98000.000	1	98000.000	0.000	0.000	INVESTOR	IN303719103869800	2019-05-10 16:12:27.0	VOTED	NONE	NONE
Substatus unavailable in EVS	J00849	JAYANT SHAWALE		80.000	1	80.000	0.000	0.000	INVESTOR	IN303719109701000	2019-05-10 16:13:17.0	VOTED	NONE	NONE
Substatus unavailable in EVS	K01548	KIRAN RAJENDRA JAISWAL		40.000	1	40.000	0.000	0.000	INVESTOR	J00849	2019-05-10 14:33:20.0	VOTED	NONE	NONE
Substatus unavailable in EVS	M01931	MAHESH DOSHI		80.000	1	80.000	0.000	0.000	INVESTOR	K01548	2019-05-10 11:33:16.0	VOTED	NONE	NONE
Substatus unavailable in EVS	M01932	MADHAVI BHOSLE		40.000	1	40.000	0.000	0.000	INVESTOR	M01931	2019-05-10 16:28:08.0	VOTED	NONE	NONE
Substatus unavailable in EVS	M01937	MINAL DIGAMBAR KHULE		40.000	1	40.000	0.000	0.000	INVESTOR	M01932	2019-05-10 11:17:36.0	VOTED	NONE	NONE
Substatus unavailable in EVS	M01941	MOHD ARIF CHAUDHARY		40.000	1	40.000	0.000	0.000	INVESTOR	M01937	2019-05-11 12:58:13.0	VOTED	NONE	NONE
Substatus unavailable in EVS	N00674	NIRMAL DEVEKAR		40.000	1	40.000	0.000	0.000	INVESTOR	M01941	2019-05-10 09:24:51.0	VOTED	NONE	NONE
Substatus unavailable in EVS	N00675	NITESH MOHITE		40.000	1	40.000	0.000	0.000	INVESTOR	N00674	2019-05-10 09:40:44.0	VOTED	NONE	NONE
Substatus unavailable in EVS	N00692	NITIN MADHUKAR YEVALE		40.000	1	40.000	0.000	0.000	INVESTOR	N00675	2019-05-10 16:42:31.0	VOTED	NONE	NONE
Substatus unavailable in EVS	O00051	OMKAR DATAR		40.000	1	40.000	0.000	0.000	INVESTOR	N00692	2019-05-10 11:21:33.0	VOTED	NONE	NONE
Substatus unavailable in EVS	P02695	PRATHAMA BADAMBE		40.000	1	40.000	0.000	0.000	INVESTOR	O00051	2019-05-10 16:39:43.0	VOTED	NONE	NONE
Substatus unavailable in EVS	P02696	PRATIM DHAKRAS		40.000	1	40.000	0.000	0.000	INVESTOR	P02695	2019-05-10 09:44:30.0	VOTED	NONE	NONE
Substatus unavailable in EVS	P02699	PRAVEEN GOVIND KANCHAN		40.000	1	40.000	0.000	0.000	INVESTOR	P02696	2019-05-10 16:25:00.0	VOTED	NONE	NONE
Substatus unavailable in EVS	P02715	PARAG ASHOK GAONKAR		20.000	1	20.000	0.000	0.000	INVESTOR	P02699	2019-05-10 16:20:13.0	VOTED	NONE	NONE
Substatus unavailable in EVS	P02717	PARAG JAYANT BHAVE		20.000	1	20.000	0.000	0.000	INVESTOR	P02715	2019-05-13 09:51:48.0	VOTED	NONE	NONE
Substatus unavailable in EVS	R00959	RAJEEV RANJAN		1520.000	1	1520.000	0.000	0.000	INVESTOR	P02717	2019-05-13 09:48:10.0	VOTED	NONE	NONE
Substatus unavailable in EVS	R00960	RAX ROHAN SERRAO		40.000	1	40.000	0.000	0.000	INVESTOR	R00959	2019-05-10 16:46:19.0	VOTED	NONE	NONE
Substatus unavailable in EVS	R00963	RAHUL LAXMAN MORE		40.000	1	40.000	0.000	0.000	INVESTOR	R00960	2019-05-10 09:13:31.0	VOTED	NONE	NONE
Substatus unavailable in EVS	R00978	R SURESH		20.000	1	20.000	0.000	0.000	INVESTOR	R00963	2019-05-10 09:35:52.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03314	SOMNATH BILLUR		80.000	1	80.000	0.000	0.000	INVESTOR	R00978	2019-05-10 14:28:18.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03316	SAKSHI RANE		40.000	1	40.000	0.000	0.000	INVESTOR	S03314	2019-05-10 16:30:49.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03317	SANJEEV KERKAR		40.000	1	40.000	0.000	0.000	INVESTOR	S03316	2019-05-10 16:07:02.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03318	SHYAM KABRA		40.000	1	40.000	0.000	0.000	INVESTOR	S03317	2019-05-13 09:04:47.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03329	SARITA NEGI		40.000	1	40.000	0.000	0.000	INVESTOR	S03318	2019-05-10 09:20:29.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03330	SONALI ASHOK BOBADE		40.000	1	40.000	0.000	0.000	INVESTOR	S03329	2019-05-10 16:35:56.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03333	SONALI SAMIR GORE		80.000	1	80.000	0.000	0.000	INVESTOR	S03330	2019-05-13 09:09:21.0	VOTED	NONE	NONE
Substatus unavailable in EVS	S03356	SANDEEP RAMCHANDRA MASILKAR		20.000	1	20.000	0.000	0.000	INVESTOR	S03333	2019-05-13 09:47:17.0	VOTED	NONE	NONE
Substatus unavailable in EVS	SU3358	SUNIL VIJAYAN		40.000	1	40.000	0.000	0.000	INVESTOR	S03356	2019-05-10 09:18:51.0	VOTED	NONE	NONE
Substatus unavailable in EVS	U00126	UPENDRA B SINGH		80.000	1	80.000	0.000	0.000	INVESTOR	SU3358	2019-05-10 09:34:06.0	VOTED	NONE	NONE
Substatus unavailable in EVS	V00765	VINOD KUMAR MENON		40.000	1	40.000	0.000	0.000	INVESTOR	U00126	2019-05-10 16:51:25.0	VOTED	NONE	NONE
Substatus unavailable in EVS	V00766	VIKAS GHOLAM		40.000	1	40.000	0.000	0.000	INVESTOR	V00765	2019-05-10 09:27:32.0	VOTED	NONE	NONE
									INVESTOR	V00766	2019-05-10 11:05:37.0	VOTED	NONE	NONE

SHAILASHRI BHASKAR COMPANY SECRETARY

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@gmaill.com

Combined Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through (i) e-voting and (ii) physical voting at the venue of the meeting

To,
Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders
of Gujarat Borosil Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 and the voting conducted through poll at the venue of the meeting of the Equity Shareholders (including Public Shareholders) of Gujarat Borosil Limited held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 9.00 A.M., pursuant to provisions of the Companies Act, 2013 read with applicable rules made thereunder and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015, on the resolution seeking approval of the Equity Shareholders 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, convening the said meeting.

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 Act and the Rules thereunder, and SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 relating to voting done through e-voting and voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

3. The **Cut-off date** was **Tuesday, May 7, 2019** for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and voting conducted through poll at the venue of the meeting by the equity shareholders 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 voting conducted through poll at the venue of the meeting) is restricted to scrutinize the e-voting process and voting conducted through poll at the venue of the meeting 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 the reports generated from the e-voting system provided by CDSL and voting conducted through poll at the venue of the meeting.

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, proxy form, attendance slip etc. to the Equity 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 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 **May 13, 2019 at 5:00 p.m.**

8. On Tuesday, May 14, 2019 at the venue of the NCLT convened Meeting, at the end of discussion, the Chairman of the Meeting directed for conducting the voting through poll for the Equity Shareholders who were present at the meeting but who had not cast their vote earlier through e-voting module of CDSL.

9. On completion of the voting at the NCLT convened Meeting, Universal Capital Securities Private Ltd provided to me the list of shareholders who were present at the meeting either in person or through proxies and who had cast their votes, their holding details and the details of the votes cast on the Resolution.

SHAILASHRI BHASKAR ★ COMPANY SECRETARY ★ CP No. 8092

10. I first counted the votes cast at the venue of the meeting. The votes cast through poll were reconciled with the records maintained by the Company and the authorisations/proxies lodged with the Company.

11. I then unblocked the votes cast through the e-voting module of CDSL in the presence of two witnesses, viz., Mr A Sekar and Ms Meghna Shah, who are not in employment of the Company.

12. The e-voting and voting through poll done, which were incomplete and/or which were otherwise found to be defective have been treated as invalid.

13. One person voted both through e-voting and through poll. His vote through poll has been disregarded.

14. The consolidated result of the voting seeking approval of the equity shareholders of the Company to the Scheme is as under:

Resolution

Approval of 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.

Consolidated Report on result through E-voting and the Voting conducted through poll at the venue of the meeting of Equity Shareholders.

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	52606102	0	52606102	52606102	100	0	0
Poll	2624	1	2623	2623	100	0	0
Total	**52608726**	**1**	**52608725**	**52608725**	**100**	**0**	**0**

SHAILASHRI BHASKAR & COMPANY SECRETARIES

Table showing bifurcations of Promoters, Financial Institutions and Others is as under:

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**
		[1]	**[2]**	**[3]={[2]/[1]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*100**
Promoter and Promoter Group	E-Voting	51122476	51122476	100	51122476	0	100	0
	Poll		0	0	0	0	0	0
	Total		**51122476**	**100**	**51122476**	**0**	**100**	**0**
Public-Institutions	E-Voting	48000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public - Non Institutions	E-Voting	17037024	1483626	8.70	1483626	0	100	0
	Poll		2624	0.02	2623	0	100	0
	Total		**1486250**	**8.72**	**1486249**	**0**	**100**	**0**
Total		**68207500**	**52608726**	**77.13**	**52608725**	**0**	**100**	**0**

15. The combined list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting and e-voting process is annexed as Annexure 1 and 2 to this report.

SHRI BHASKAR * COMPANY SECRETARY * CP No. 7028 F. No. 8278

16. All relevant records of the voting conducted through poll at the venue of the meeting and e-voting are handed over to the Company Secretary of the Company for safe keeping.

Scrutinizer
Mrs. Shailashri Bhaskar
Practicing Company Secretary
Membership No. F 5778

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

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 Gujarat Borosil 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 Gujarat Borosil 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 Person who had already cast his vote under e-voting also cast his vote through poll and his vote through poll has been disregarded.

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 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.

BHASKAR COMPANY SECRETARY

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	51122476						
	Poll							
	Total							
Public-Institutions	E-Voting	48000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public - Non Institutions	E-Voting	17037024	1483626	8.70	1483626	0	100	0
	Poll		2624	0.02	2623	0	100	0
	Total		**1486250**	**8.72**	**1486249**	**0**	**100**	**0**
Total		**68207500**	**1486250**	**2.18**	**1486249**	**0**	**100**	**0**

*The votes by the promoters and promoter group have not been considered in accordance with the requirement of SEBI Circular dated March 10, 2017.

12. The combined list of Public Shareholders who voted "FOR/AGAINST/INVALID" for above resolution through physical ballot and e-voting process, is handed over to the Company Secretary of the Company.

13. All relevant records of physical ballot and electronic data files related to e-voting have been 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

Annexure I of Equity Shareholders

GUJARAT BOROSIL LIMITED - EQUTIY SHAREHOLDERS

Sl.No	Name of the Shareholder	Folio Number	No of shares held	favour	against	Invalid	Remarks
1	Manohar Manglani	36871	100	100			
2	Ramesh Manglani	36897	100	100			
3	Dilip Manglani	36889	100	100			
4	Shalini Manglani	36901	100	100			
5	Amit V Vesrikar	2012771	1	1			
6	Kannan	2012764	1	1			
7	Datta	2012648	1	1			
8	Rahul	2012624	1	1			
9	Julius Paul Gonsalves	2012570	1	1			
10	Sharadkumar Jivran shah	689070	100	100			
11	Amol Subhash Chavan	2012561	1	1			
12	Sarvottam SomayyaShetty	1203460000472950	1750	1750			
13	Ann D'Souza	IN30611490115036	300	300			
14	Divya Ghadigaonkar	2012567	1	1			
15	Nitesh	2012573	1	1			
16	Jayant A Shaiwale	2011804	1	1			
17	Priyank Polkar	2012596	1	1			
18	Madhavi	2012571	1	1			
19	Sayed Jaffar Shaeed	2012591	1	1			
20	Somnath Billur	2012620	1	1			
21	Penota B Singh	2012586	1	1			
22	Shyam Sunder Kabra	2012581	1			1	evoted
23	Kanchan Ramchandra Joshi	1203990000043320	25	25			
24	Sanjiv Ramesh Kerkar	2012653	10	10			
25	Parag Ashok Gaonkar					Invalid	not voted
26	Kiran Arvind Naik	IN30311611030906	24	24			
	Total		**2624**	**2623**	**0**	**1**	
	Evoting		**52606102**	**52606102**	**0**	**0**	
	Total		**52608726**	**52608725**	**0**	**0**	

51122476 1483626

SHAILASHRI BHASKAR & COMPANY SECRETARY

Annexure 2 of Equity Shareholders

Report Generation Date and Time : 14-05-2019:09:41:16

EVSN	ISIN	No of Folios Voted
190426002	NE059C01022	43

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 09:00
Voting Finalisation Date and Time: 14-05-2019 09:41

Res. No.	Yes Count	Yes (%)	No Count	No (%)	TotalCount	Total
1	43	52606102 (100%)	0	0 (0%)	43	52606102.000

GUJARAT BOROSIL LTD.

File Generated Date and Time : 14-05-2019:09:41:16

Shareholder Substatus	Memberid	Member Name	Address	No. of Shares	Resolution Number	No. of Votes for Yes
Substatus unavailable in EVS	02011825	KARTIK AJIT DAS		4.000	1	4.000
Substatus unavailable in EVS	02012562	ANAGHA MAHESH SHIVALKAR		1.000	1	1.000
Substatus unavailable in EVS	02012565	BALAKRISHNAN K THEKKE		1.000	1	1.000
Substatus unavailable in EVS	02012574	P K VENUGOPALA PANICKER		1.000	1	1.000
Substatus unavailable in EVS	02012580	SHWETA S KADAM		5.000	1	5.000
Substatus unavailable in EVS	02012581	SHYAM SUNDAR KABRA		1.000	1	1.000
Substatus unavailable in EVS	02012583	SUNIL VIJAYAN		1.000	1	1.000
Substatus unavailable in EVS	02012587	VIKAS S GHOLAM		10.000	1	10.000
Substatus unavailable in EVS	02012588	VINOD KUMAR MENON		1.000	1	1.000
Substatus unavailable in EVS	02012595	PRATHAMA BADAMBE		1.000	1	1.000
Substatus unavailable in EVS	02012616	RAJEEV SUBHASH RANJAN		1.000	1	1.000
Substatus unavailable in EVS	02012765	NITIKA DATT		1.000	1	1.000
Substatus unavailable in EVS	1201220000074332	CHANDRA KUMAR RAJGARHIA		545996.000	1	545996.000
Corporate Body-Domestic	1201220000079438	SHRESTH ENTERPRISES PVT. LTD.		710000.000	1	710000.000
Substatus unavailable in EVS	1201890000000564	DINESH AMRUTLAL KOTECHA		1000.000	1	1000.000
Substatus unavailable in EVS	1203390000042649	MAHESH M DOSHI HUF .		100.000	1	100.000
Substatus unavailable in EVS	1203390000168402	NUTAN MAHESH DOSHI		500.000	1	500.000
Substatus unavailable in EVS	1203390000172212	RAJESH KUMAR CHAUDHARY (HUF) .		50000.000	1	50000.000
Substatus unavailable in EVS	1203390000177210	VIDHAN MAHESH DOSHI		1100.000	1	1100.000
Substatus unavailable in EVS	1205990000144765	SHYAM SUNDER VERMA		72.000	1	72.000
Substatus unavailable in EVS	1208160002866094	VINOD MANSUKHABHAI PARMAR		3.000	1	3.000
Resident - Ordinary	IN30047610161645	RITURAJ SHARMA		10914.000	1	10914.000
Resident - Ordinary	IN30048410075088	NAVEEN BOTHRA		20000.000	1	20000.000
Resident - Ordinary	IN30048412603239	RITA BOTHRA		26000.000	1	26000.000
Resident - Ordinary	IN30048427049606	PIYUSH KUMAR BAGARIA		170.000	1	170.000
Resident - Ordinary	IN30051310126651	CHANDRAKANT BABUBHAI MEHTA		5.000	1	5.000
Resident - Ordinary	IN30051313202233	SANTOSH KUMAR TIBDEWAL		1700.000	1	1700.000
Resident - Ordinary	IN30051313208308	SNEHLATA SANTOSH TIBDEWAL		450.000	1	450.000
Resident - Ordinary	IN30051320776440	ABHINAV S TIBDEWAL		250.000	1	250.000
Body Corporate - Domestic	IN30088814979460	**CROTON TRADING PRIVATE LIMITED**		100.000	1	100.000
Body Corporate - Domestic	IN30112716109953	**BOROSIL GLASS WORKS LIMITED**		17222376.000	1	17222376.000
Body Corporate - Domestic	IN30112716116108	**FENNEL INVESTMENT AND FINANCE PRIVATE LTD**		22600000.000	1	22600000.000
Resident - Ordinary	IN30154955294223	BHAVNA DILIP POWLE		100.000	1	100.000
Resident - Ordinary	IN30210510088240	SOM CHAND MEHTA		300.000	1	300.000
Substatus unavailable in EVS	IN30210510444774	NAVEEN BOTHRA AND SONS HUF		75000.000	1	75000.000
Resident - Ordinary	IN30226911584663	KARTIK AJIT DAS		500.000	1	500.000
Resident - Ordinary	IN30226914691123	NISHIT ASHOK KUMAR SHAH		4300.000	1	4300.000
Resident - Ordinary	IN30302854043013	VIJAYA SARADHI REDDY K		14838.000	1	14838.000
Resident - Ordinary	IN30302869530194	RIMPAL CHAWLA		18800.000	1	18800.000
Resident - Ordinary	IN30340310013856	ARUN KUMAR MAROTI		1500.000	1	1500.000
Resident - Ordinary	IN30371910833881	**SHREEVAR KHERUKA**		3766666.000	1	3766666.000
Resident - Ordinary	IN30371910970120	**BAJRANGLAL KHERUKA**		3766667.000	1	3766667.000
Non Resident Indian (NRI) - Non Repatriable	IN30415810006708	**PRADEEP KUMAR KHERUKA**		3766667.000	1	3766667.000
				51122476.000		

No. of Votes for No	No. of Votes for Abstain	Entity Votec	User ID	Date of Voting	tus of V	BR File name	POA File name
0.000	0.000	INVESTOR	02011825	2019-05-10 09:25:43.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012562	2019-05-13 12:37:54.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012565	2019-05-13 16:47:31.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012574	2019-05-10 11:35:56.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012580	2019-05-10 11:25:08.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012581	2019-05-10 11:30:46.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012583	2019-05-13 16:51:55.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012587	2019-05-10 11:00:46.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012588	2019-05-13 12:42:20.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012595	2019-05-13 12:34:38.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012616	2019-05-13 16:55:41.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	02012765	2019-05-10 11:41:23.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1201220000074332	2019-05-11 17:09:01.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1201220000079438	2019-05-11 17:23:45.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1201890000000564	2019-05-13 16:47:20.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1203390000042649	2019-05-10 12:50:16.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1203390000168402	2019-05-10 12:59:53.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1203390000172212	2019-05-13 08:52:18.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1203390000177210	2019-05-10 12:53:50.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1205990000144765	2019-05-13 14:56:29.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	1208160002866094	2019-05-13 09:41:46.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30047610161645	2019-05-10 09:25:05.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30048410075088	2019-05-10 12:41:26.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30048412603239	2019-05-10 12:31:08.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30048427049606	2019-05-10 13:58:00.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30051310126651	2019-05-11 15:56:27.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30051313202233	2019-05-10 14:49:26.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30051313208308	2019-05-10 14:59:40.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30051320776440	2019-05-10 14:53:57.0	VOTED	NONE	NONE
0.000	0.000	CORPORATI	BLKheruka	2019-05-11 12:03:40.0	VOTED	32779_BR_06-05-2019_18.37.13.056.pdf	NONE
0.000	0.000	CORPORATI	Kheruka	2019-05-10 14:47:59.0	VOTED	32256_BR_07-05-2019_09.45.24.032.pdf	NONE
0.000	0.000	CORPORATI	Kheruka	2019-05-10 14:51:48.0	VOTED	32263_BR_07-05-2019_09.42.08.291.pdf	NONE
0.000	0.000	INVESTOR	IN30154955294223	2019-05-10 15:15:17.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30210510088240	2019-05-13 13:50:22.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30210510444774	2019-05-10 12:19:09.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30226911584663	2019-05-10 09:23:50.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30226914691123	2019-05-10 21:29:10.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30302854043013	2019-05-13 07:40:15.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30302869530194	2019-05-10 13:40:45.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30340310013856	2019-05-10 13:14:27.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30371910833881	2019-05-10 16:17:10.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30371910970120	2019-05-11 12:12:27.0	VOTED	NONE	NONE
0.000	0.000	INVESTOR	IN30415810006708	2019-05-10 16:30:47.0	VOTED	NONE	NONE

o/c

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@gmaill.com

Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Unsecured Creditors

To,
Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Unsecured Creditors
of Gujarat Borosil Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCL T)**

1. I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Unsecured Creditors of Gujarat Borosil Limited held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 11.00 a.m., on the resolution seeking approval for 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 Unsecured Creditors by April 11, 2019, convening the said meeting.

2. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

3. Notices were issued to the Unsecured Creditors whose names appeared in the List of Unsecured Creditors as on February 28, 2019.

4. The Unsecured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

5. The Company has, on the basis of the list of unsecured creditors completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Unsecured Creditors of the Company by Thursday, April 11, 2019 and 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.

6. My responsibility as a Scrutinizer for the voting process (through physical voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

7. The Chairman of the Meeting directed the conduct of voting through poll paper for the unsecured creditors who were present at the meeting.

8. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

9. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

10. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

11. 30 Ballot Papers were found in the ballot box.

12. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

a) Votes in favour of the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast (in Rs.)	Value of votes cast by unsecured creditors in favour (in Rs.)	% of value of total votes cast*
30	131,61,82,127	130,67,56,558	100

* The percentage is calculated with reference to valid votes cast

b) Votes against the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by unsecured creditors (in Rs.)	% of value of total votes cast
30	131,61,82,127	0	0.00

c) Invalid Votes

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by unsecured creditors (in Rs.)	% of value of total votes cast
30	131,61,82,127	94,25,569	0.72

13. The list of Unsecured Creditors who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is handed over to the Company Secretary of the Company.

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 Unsecured Creditors
Place: Mumbai
Dated: May 15, 2019

Annexure 1 of Unsecured Creditors

GUJARAT BOROSIL LIMITED - UNSECURED CREDITORS

Sl.No	Name of the Unsecured Creditor	Amount due towards Principal	favour	against	Invalid	Remarks
1	Prem Papers	1066710	1066710			
2	Pawan Kumar & Co	435592	435592			
3	J D Infrastructure & Co	136347	136347			
4	Patel Enterprise	2925058	2925058			
5	Chamunda Enterprise	20000	20000			
6	Universal Capital Securities	59400	59400			
7	Admire Publicity	32877	32877			
8	Drashti Enterprises	204135	204135			
9	Tirumala Travels Pvt Ltd	472153	472153			
10	Mangal Global Sands solutior	2836138			2836138	Not voted
11	Neetesh Jain	33023			33023	Not voted
12	Freight Express International	55141	55141			
13	Orbiigo Logistics Pvt Ltd	237969	237969			
14	Shiv Om Steels Pvt Ltd	1208760	1208760			
15	Ankur Bhatnagar	54359	54359			
16	Natraj Associate	318906	318906			
17	All Cargo Logistics Ltd	388675	388675			
18	Haico Logistics India Pvt Ltd	147321	147321			
19	Arya Lumbers Pvt Ltd	5577937			5577937	No Board Resolution
20	Reet & Co	1164114	1164114			
21	Surat Goods Transport Pvt Ltd	978149			978149	signatory not authorised
22	Envisus Packaging	211338	211338			
23	Santosh Tibdewal	322			322	not signed attendance register
24	Harbour Roadlines	324381	324381			
25	Swift Freight India Pvt Ltd	174781	174781			
26	Sudhaben R Vasava	273316	273316			
27	P S Golden Transport Co	9555	9555			
28	Adson System Pvt Ltd	772785	772785			
29	Kalo Baron Raha	99181	99181			
30	Borosil Glass Works Ltd	1295963704	1295963704			
	Total	**1316182127**	**1306756558**	**0**	**9425569**	

SHAILASHRI BHASKAR * COMPANY SECRETARY *

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 Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Equity Shareholders

To,
Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders
of Borosil Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCL T)**

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Equity Shareholders of Borosil Limited held at 1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex, Bandra, Mumbai, Maharashtra - 400 051,on Wednesday, May 15, 2019 at 11.00 A.M., on the resolution seeking approval for 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 Equity Shareholders by April 11, 2019, convening the said meeting.

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act 2013 and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

2. Notices were issued to the Equity Shareholders whose names appeared in the List of Members as on March 30, 2019.

SHAILASHRI BHASKAR * COMPANY SECRETARY *

3. The Equity Shareholders of the Company as on the cut-off date of May 07 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

4. The Company has, on the basis of the Register of Members completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Equity 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 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.

5. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in **Favour or Against** the resolution stated in the Notice, based on the voting conducted through poll at the venue of the meeting.

6. The Chairman of the Meeting directed the conduct of voting through poll paper for the Equity Shareholders who were present at the meeting.

7. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

8. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

9. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

10. 5 Ballot Papers were found in the ballot box.

11. I hereby submit my Report as under:

Resolution

Approval of 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.

SHAILASHRI BHASKAR
COMPANY SECRETARY

ANNEXURE -1

BOROSIL LIMITED - PHYSICAL VOTING - EQUITY SHAREHOLDERS

Sl.No	Name of the Shareholder	Folio Number	No of shares held	favour	against	Invalid	Remarks
1	Somnath Billur	IN30133022273337	1	1	0		
2	Vinod Kumar Menon	IN30133022273329	1	1	0		
3	Anand Sultania	IN30133022273345	1	1	0		
4	Borosil Glass Works Ltd	IN30133022273331	257499985	257499985	0		
5	Shyam Sundar Kabra	IN30133022276014	1	1	0		
	Total		**257499989**	**257499989**	**0**	**0**	

SRI LAKSHMI BHASKAR * SECRETARY * COMPANY SECRETARY

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

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

Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Secured Creditors

To,

Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of secured Creditors
of Borosil Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCL T)**

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Secured Creditors of Borosil Limited held at 1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex, Bandra, Mumbai, Maharashtra - 400 051,on Wednesday, May 15, 2019 at 11.30 A.M., on the resolution seeking approval for 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 Secured Creditors by April 11, 2019, convening the said meeting.

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

2. Notices were issued to the secured Creditors whose names appeared in the List of Secured Creditors as on February 28, 2019.

SHAILASHRI BHASKAR COMPANY SECRETARY

3. The Secured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

4. The Company has, on the basis of the list of secured creditors completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Secured Creditors as on February 28, 2019 by Thursday, April 11, 2019 and 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.

5. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

6. The Chairman of the Meeting directed the conduct of voting through poll paper for the unsecured creditors who were present at the meeting.

7. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

8. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the present of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

9. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

10. One Ballot Paper was found in the ballot box.

11. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

SHAILASHRI BHASKAR COMPANY SECRETARY

a) Votes in favour of the Resolution

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast by secured creditors in favour (in Rs.)	% of value of total votes cast
1	23,83,46,629	23,83,46,629	100

b) Votes against the Resolution

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by secured creditors (in Rs.)	% of value of total votes cast
1	23,83,46,629	0	0

c) Invalid Votes

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by secured creditors (in Rs.)	% of value of total votes cast
1	23,83,46,629	0	0

12. The list of Secured Creditors who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is annexed to this report as Annexure 1.

13. The poll papers and all other relevant records have been 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 Secured Creditors

Place: Mumbai
Dated: May 15, 2019

ANNEUXURE -1

BOROSIL Lltd - PHYSICAL VOTING - SECURED CREDITORS

Sl.No	Name of the Creditor	Principal Amount DueRs.	favour	against	Invalid	Remarks
1	State Bank of india	238346629	238346629			
	Total	**238346629**	**238346629**		**0**	

SHAILASHRI BHASKAR & COMPANY
FCS
CP
SECRETARY

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 Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Equity Shareholders

To,

Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders
of Vyline Glass Works Ltd Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCL T)**

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Equity Shareholders of Vyline Glass Works Ltd held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 5.30 P.M.., on the resolution seeking approval for 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 Equity Shareholders by April 11, 2019, convening the said meeting.

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder, relating to voting voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

2. Notices were issued to the Equity Shareholders whose names appeared in the List of Members as on 30th March, 2019.

3. The Equity Shareholders of the Company as on the cut-off date of May 7, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

SHAILASHRI BHASKAR ★ COMPANY SECRETARY ★ F 5778

4. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

5. The Chairman of the Meeting directed the conduct of voting through poll paper for the Equity Shareholders who were present at the meeting.

6. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

7. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

8. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

9. Eight (8) Ballot Papers were found in the ballot box.

10. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

SHAILASHRI BHASKAR
PCS 5778
CP No. 5092
COMPANY SECRETARY

Details of Votes Cast (by way of Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

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
Poll	1941099	0	1941099	1941099	100%	0	-
Total	**1941099**	**0**	**1941099**	**1941099**	**100%**	**0**	**-**

12. The list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is annexed to this report as Annexure 1

13. The poll papers and all other relevant records have been handed over to the Director of the Company for safe keeping.

Scrutinizer
Mrs. Shailashri Bhaskar
Practicing Company Secretary
Membership No. F5778

SHAILASHRI BHASKAR ★ COMPANY SECRETARY ★ FCS 5778

Counter signed by Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders

ANNEXURE - 1

VYLINE GLASS WORKS LIMITED - Equity Shares - Physical Voting

Sl.No	Name of the Shareholder	Folio Number	No of shares held	favour	against	Invalid	Remarks
1	Gujarat Fusion Glass LLP	IN301330-21411377	113600	113600	0		
2	Pradeep Kumar Kheruka	IN 304158-10006708	157205	157205	0		
3	K Venugopal Panicker	150	1	1	0		
4	Vinod Kumar Menon	152	1	1	0		
5	Rekha Kheruka	IN303719-10938981	756545	756545	0		
6	Irene Sequeira	149	1	1	0		
7	Bajrang Lal Kheruka	142	171500	171500	0		
8	Kiran Kheruka	141	742246	742246	0	0	
	Total (all physical)		**1941099**	**1941099**	**0**	**0**	

SHAILASHRI BHASKAR
FCS 5178
CP. NO. 8092
COMPANY SECRETARY

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 Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Unsecured Creditors

To,
Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Unsecured Creditors
of Borosil Glass Works Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT)**

1. I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Unsecured Creditors of Borosil Glass Works Limited held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 3.30 P.M., on the resolution seeking approval for 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 Unsecured Creditors by April 11, 2019, convening the said meeting.

2. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

3. Notices were issued to the Unsecured Creditors whose names appeared in the List of Unsecured Creditors as on February 28, 2019.

4. The Unsecured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

5. The Company has, on the basis of the list of unsecured creditors completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Unsecured Creditors of the Company by Thursday, April 11, 2019 and 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.

6. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in **Favour or Against** the resolution stated in the Notice, based on the voting conducted through poll at the venue of the meeting.

7. The Chairman of the Meeting directed the conduct of voting through poll paper for the unsecured creditors who were present at the meeting.

8. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

9. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

10. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

11. 34 Ballot Papers were found in the ballot box.

12. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

a) Votes in favour of the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast (in Rs.)	Value of votes cast by unsecured creditors in favour (in Rs.)	% of value of total votes cast *
34	1,09,16,255	1,0 1,76,221	100

* Percentage is calculated with reference to valid votes only

b) Votes against the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by unsecured creditors (in Rs.)	% of value of total votes cast
34	1,09,16,255	0	0

c) Invalid Votes

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by unsecured creditors (in Rs.)	% of value of total votes cast
34	1,09,16,255	7,40,034	6.78

13. The list of Unsecured Creditors who voted "FOR/AGAINST/INVALID" for above resolution through Poll is annexed to this Report as Annexure 1.

14. All relevant records of the Poll are 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 Unsecured Creditors
Place: Mumbai
Dated: May 15, 2019

Annexure: 4

BOROSIL GLASS WORKS - PHYSICAL VOTING - UNSECURED CREDITORS

Sl.No	Name of the Creditor	Principal Amount DueRs.	favour	against	Invalid	Remarks
1	Panama Corporation	2537	2537			
2	Amrita Graphics	624184	624184			
3	ACS Logistics	262139	262139			
4	Reliable Golden Transport	215199	215199			
5	Banshikaa Prints	875877	875877			
6	Ambe Stationery & Zerox	73962	73962			
7	Infinity Systems	3422	3422			
8	Lords Freight Installations	241146			241146	No Board resolution
9	Akshar Packaging P Ltd	48270	48270			
10	Ryder Shipping lines P Ltd	237709	237709			
11	Modern Cargo Services	1180052	1180052			
12	Sree Vinayaka Transport Corpn	254816			254816	Signature mismatch
13	Paper Pack Industries	383202	383202			
14	Jai Ambe Packaging	80979	80979			
15	Origin Collection	11170	11170			
16	Tirumala Traders	239156	239156			
17	Admire Publicity	23121	23121			
18	Bravo Industrial Security	121038	121038			
19	Shree Sanju Shetty	126200	126200			
20	Team Leader Logistics	13725	13725			
21	Reliable Roadwings Pvt Ltd	142580			142580	No Board resolution
22	Darshan R Bose	45540	45540			
23	DTDC express	45695			45695	No Board resolution
24	Haiko Logistics India	58717	58717			
25	Peppermint Event & Entertainment	40541	40541			
26	Kyocera Document Solution India	55797			55797	No Board Resolution
27	Harbour Roadlines	37220	37220			
28	Mpt Logistics Pvt Ltd	91140	91140			
29	Acvitas Capital Pvt Ltd	810000	810000			
30	Maruti Freight Carriers	2632412	2632412			
31	Fashion Leather	535700	535700			
32	Jain Cargo Movers	329500	329500			
33	Shree Sai Balaji Transport	226900	226900			
34	Karvy Sales Corporation	846609	846609			
	Total	**10916255**	**10176221**		**740034**	

#REF!

SHALAKSHRI BHASKAR ★ COMPANY SECRETARY ★ FCS 8092 CP. No. 8108

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

2E, Malayagiri, Anushakti Nagar,
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Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Secured Creditors

To,
Mr. Pramod N Mulgund
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Secured Creditors
of Gujarat Borosil Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of physical voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT)**

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 through poll at the venue of the meeting of the Secured Creditors of Gujarat Borosil Limited held at 1101, Crescenzo, G-Block, Opp. MCA Club, BandraKurla Complex, Bandra, Mumbai, Maharashtra - 400 051,on Wednesday, May 15, 2019 at 9.30 A.M., on the resolution seeking approval for 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 Secured Creditors by April 11, 2019, convening the said meeting.

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder rela ting to voting done through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

2. Notices were issued to the Secured Creditors whose names appeared in the List of Secured Creditors as on February 28, 2019.

3. The Secured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

4. The Company has, on the basis of the list of secured creditors completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Secured Creditors of the Company by Thursday, April 11, 2019 and 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.

5. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize voting process conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

6. The Chairman of the Meeting directed the conduct of voting through poll paper for the secured creditors who were present at the meeting.

7. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

8. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

9. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

10. 2 Ballot Papers were found in the ballot box.

11. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

SHAILA SHRI BHASKAR

a) Votes in favour of the Resolution

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast [in Rs.]	Value of votes cast by secured creditors in favour (in Rs.)	% of value of total votes cast
2	35,99,12,115	35,99,12,115	100%

b) Votes against the Resolution

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by secured creditors (in Rs.)	% of value of total votes cast
2	35,99,12,115	0	0

c) Invalid Votes

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by secured creditors (in Rs.)	% of value of total votes cast
2	35,99,12,115	0	0

12. The list of Secured Creditors who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is handed over to the Company Secretary of the Company.

Scrutinizer
Mrs. Shailashri Bhaskar
Practicing Company Secretary
Membership No. F5778

Counter signed by Mr. Pramod N Mulgund
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Secured Creditors

Place: Mumbai
Dated: May 15, 2019

Annexure 1 of Secured Creditors

GUJARAT BOROSIL LIMITED - SECURED CREDITORS

Sl.No	Name of the ~~Unsecured~~ Secured Creditor	Amount due towards Principal	favour	against	Invalid	Remarks
1	Kotak Mahindra Bank	98491040	98491040			
2	Indusind Bank	261421075	261421075			
	Total	**359912115**	**359912115**	**0**	**0**	

SHAILA SHRI BHASKAR ★ COMPANY SECRETARY ★ CP:

#VALUE!

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

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Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Equity Shareholders

To,

Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders
of Fennel Investment and Finance Private Ltd pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCL T)**

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Equity Shareholders of Fennel Investment and Finance Private Ltd held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 6.00 P.M.., on the resolution seeking approval for 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 Equity Shareholders by April 11, 2019, convening the said meeting.

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

2. Notices were issued to the Equity Shareholders whose names appeared in the List of Members as on 30th March, 2019.

SHAILASHRI BHASKAR ★ COMPANY SECRETARY ★ CP No. 5092

3. The Equity Shareholders of the Company as on the cut-off date of May 7, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

4. The Company has, on the basis of the Register of Members completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Equity 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 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.

5. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

6. The Chairman of the Meeting directed the conduct of voting through poll paper for the Equity Shareholders who were present at the meeting.

7. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

8. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

9. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

10. 12 (Twelve) Ballot Papers were found in the ballot box.

11. I hereby submit my Report as under:

Resolution

Approval of 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.

SHAILASHRI BHASKAR
COMPANY SECRETARY

Annexure I

FENNEL INVESTMENT AND FINANCE PRIVATE LIMITED - EQUITY SHAREHOLDERS

Sl.No	Name of the Shareholder	Folio Number	No of shares held	favour	against	Invalid	Remarks
1	Rekha Kheruka	R-1	283234	283234	0		
2	Bajrang Lal Kheruka	B-2	107682	107682			
3	Vyline Glass Works Ltd	V-1	750163	750163			
4	Gujarat Fusion Glass LLP	G-1	1556428	1556428			
5	Shreevar Kheruka	S-2	36196	36196			
6	Associated Fabricators LLP	A-2	127591	127591			
7	Pradep Kumar Kheruka	P-1	217177	217177			
8	Borosil Holdings LLP	B-3	500408	500408			
9	Mrs. Kiran Kheruka	K-1	176456	176456			
10	Croton Trading Pvt Ltd	C-1	519412	519412			
11	Spartan Trade Holdings LLP	S-1	625286	625286			
12	Borosil Glass Works Ltd	B-1	4148967	4148967			
	Total (all physical)		**9049000**	**9049000**	**0**	**0**	

SHAILASHRI BHASKAR * COMPANY SECRETARY *

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

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Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Unsecured Creditors

To,

Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Unsecured Creditors
of Fennel Investment and Finance Private Ltd pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT)**

1. I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Unsecured Creditors of Fennel Investment and Finance Private Ltd held at 1101, Crescenzo, G-Block, Opp. MCA Club, BandraKurla Complex, Bandra, Mumbai, Maharashtra - 400 051,on Wednesday, May 15, 2019 at 12.00 noon., on the resolution seeking approval for 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 Unsecured Creditors by April 11, 2019, convening the said meeting.

2. The Management of the Company is responsible for ensuring compliance with the requirements of the Act, 2013 and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

SHAILASHRI BHASKAR FCS 5778 CP 5092 COMPANY SECRETARY

3. Notices were issued to the Unsecured Creditors whose names appeared in the List of Unsecured Creditors as on February 28, 2019.

4. The Unsecured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

5. The Company has, on the basis of the list of unsecured creditors completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Unsecured Creditors of the Company by Thursday, April 11, 2019 and 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.

6. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

7. The Chairman of the Meeting directed the conduct of voting through poll paper for the unsecured creditors who were present at the meeting.

8. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

9. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

10. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

11. 2 (Two) Ballot Papers were found in the ballot box.

12. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

SHAILASHRI BHASKAR
FCS
CP
COMPANY SECRETARY

a) Votes in favour of the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast (in Rs.)	Value of votes cast by unsecured creditors in favour (in Rs.)	% of value of total votes cast
2	94,10,000	94,10,000	100%

b) Votes against the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by unsecured creditors (in Rs.)	% of value of total votes cast
2	9410000	0	-

c) Invalid Votes

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by unsecured creditors (in Rs.)	% of value of total votes cast
2	9410000	0	-

11. The list of Unsecured Creditors who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is annexed to this report as Annexure 1

12. The poll papers and all other relevant records have been 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 Unsecured Creditors

Place: Mumbai
Dated: May 15, 2019

Annexure: 1

FENNEL INVESTMENT AND FINANCE PVT LTD - PHYSICAL VOTING - UNSECURED CREDITORS

Sl.No	Name of the Creditor	Principal Amount DueRs.	favour	against	Invalid	Remarks
1	P Singhi & Co	5000	5000			
2	Croton Trading Pvt Ltd	9405000	9405000			
	Total	**9410000**	**9410000**		**0**	

SHAILASHRI BHASKAR
COMPANY SECRETARY

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

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Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Secured Creditors

To,
Mr. Pramod N Mulgund
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Secured Creditors
of Borosil Glass Works Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCL T)**

I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Secured Creditors of Borosil Glass Works Limited held at 1101, Crescenzo, G-Block, Opp. MCA Club, BandraKurla Complex, Bandra, Mumbai, Maharashtra - 400 051,on Wednesday, May 15, 2019 at 10.00 A.M., on the resolution seeking approval for 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 Secured Creditors by April 11, 2019, convening the said meeting.

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

2. Notices were issued to the Secured Creditors whose names appeared in the List of Secured Creditors as on February 28, 2019.

3. The Secured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting. However as on the date of the application to NCLT, there were two secured creditors of which dues of IIFL were completely repaid on February 26, 2019. Hence there was only one secured creditor as on the cut off date.

4. The Company has, on the basis of the list of secured creditors completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Secured Creditors of the Company by Thursday, April 11, 2019 and 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.

5. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting 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 the voting conducted through poll at the venue of the meeting.

6. The Chairman of the Meeting directed the conduct of voting through poll paper for the secured creditors who were present at the meeting.

7. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

8. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

9. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

10. One Ballot Paper was found in the ballot box.

11. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

a) Votes in favour of the Resolution

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast by secured creditors in favour (in Rs.)	% of value of total votes cast
1	29,11,56,342	29,11,56,342	100%

b) Votes against the Resolution

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by secured creditors (in Rs.)	% of value of total votes cast
1	29,11,56,342	0	0

c) Invalid Votes

No. of Secured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by secured creditors (in Rs.)	% of value of total votes cast
1	29,11,56,342	0	0

12. The list of Secured Creditors who voted "FOR/AGAINST/INVALID" for above resolution through Poll is annexed to this Report as Annexure 1.

13. The poll papers and all other relevant records have been 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. Pramod N Mulgund
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Secured Creditors

Place: Mumbai
Dated: May 15, 2019

Annexure: I

BOROSIL GLASS WORKS LIMITED - SECURED CREDITORS - PHYSICAL VOTING

SL.No	Name of the Secured Creditor	Principal Amount Due	Favour	Against	Invalid	Remarks
1	Kotak Mahindra Bank	291156342	291156342	0	0	

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@gmaill.com

Scrutinizer's Report

As per Companies Act, 2013 and NCLT Order – voting results of the business transacted through physical voting at the venue of the meeting of the Unsecured Creditors

To,
Mr. Siddharth Thakur
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Unsecured Creditors
of Borosil Limited pursuant to
Company Scheme Application No. 1524 of 2018

Dear Sir,

Sub: **Report of Scrutinizer on the results of Voting by way of Physical Voting at the venue, in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT)**

1. I, Mrs. Shailashri Bhaskar, a Practicing Company Secretary (Membership No. F 5778) have been appointed by 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 conducted through poll at the venue of the meeting of the Unsecured Creditors of Borosil Limited held at Textiles Committee Auditorium, Textiles Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai - 400 025 on Tuesday, May 14, 2019 at 12 noon, on the resolution seeking approval for 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 Unsecured Creditors by April 11, 2019, convening the said meeting.

2. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder, relating to voting conducted through poll at the venue of the meeting on the resolution contained in the Notice of the Meeting.

3. Notices were issued to the Unsecured Creditors whose names appeared in the List of Unsecured Creditors as on February 28, 2019.

4. The Unsecured Creditors of the Company as on the cut-off date of February 28, 2019 were allowed to vote by way of poll (Ballot Paper) at the NCLT Convened Meeting.

5. The Company has, on the basis of the list of Unsecured creditors as on February 28, 2019 completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to the Unsecured Creditors of the Company as on February 28, 2019 and 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.

6. My responsibility as a Scrutinizer for the voting process (through voting conducted through poll at the venue of the meeting) is restricted to scrutinize the voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in **Favour or Against** the resolution stated in the Notice, based on the voting conducted through poll at the venue of the meeting.

7. The Chairman of the Meeting directed the conduct of voting through poll paper for the unsecured creditors who were present at the meeting.

8. Empty ballot box kept for polling was locked in the presence of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the company with due identification marks placed by me.

9. After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in the present of Mr A Sekar and Ms Meghna Shah, who are not in the employment of the of the company and the poll papers were diligently scrutinized.

10. The poll papers were reconciled with the records maintained by the Company and the authorisations / proxies lodged with the company.

11. 14 Ballot Papers were found in the ballot box.

12. I hereby submit my Report as under:

Resolution

Approval of 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.

Details of Votes Cast (by way of Poll/Ballot Paper) at the Hon'ble NCLT Convened Meeting with respect to the Resolution proposed in the Notice dated April 03, 2019:

SHAILASHRI BHASKAR * COMPANY SECRETARY *

a) Votes in favour of the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast by unsecured creditors in favour (in Rs.)	% of value of total votes cast*
14	123,29,52,874	123,02,65,348	100%

* The percentage is calculated with reference to the valid votes cast.

b) Votes against the Resolution

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of votes cast against by unsecured creditors (in Rs.)	% of value of total votes cast
14	123,29,52,874	0	0

c) Invalid Votes

No. of Unsecured Creditors present and voting (in person or by proxy or by authorized representative	Value of the Total votes cast	Value of invalid votes cast by unsecured creditors (in Rs.)	% of value of total votes cast
14	123,29,52,874	26,87,526	0.22%

13. The list of Unsecured Creditors who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through poll at the venue of the meeting is annexed to this report as Annexure 1.

14. The poll papers and all other relevant records have been 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 Unsecured Creditors

Place: Mumbai
Dated: May 15, 2019

ANNEXURE 1

BOROSIL Ltd - UNSECURED CREDITORS - PHYSICAL VOTING

Sl.No	Name of the Creditor	Principal Amount DueRs.	favour	against	Invalid	Remarks
1	Cassia Trading	355999	355999			
2	Rohit Polyproducts P Ltd	5219685	5219685			
3	Hopewell Packaging LLP	1102326	1102326			
4	Borosil Glass Works Ltd	1216539636	1216539636			
5	Vibgyor International	2475168	2475168			
6	Super Logistics Services	113888	113888			
7	Ceradecor India P Ltd	2687526			2687526	Signature mismatch
8	Aquasis Chem P Ltd	116599	116599			
9	Sunshine Automation	277293	277293			
10	Nestor Converter P Ltd	895703	895703			
11	Saral Mineral & Chemical India LLP	1476180	1476180			
12	Deco Creations P Ltd	1509872	1509872			
13	Tevoren Technologies LLP	143700	143700			
14	Tirumala Travels P Ltd	39299	39299			
	Total	**1232952874**	**1230265348**		**2687526**	

SHAILASHRI BHASKAR
FCS 5778
5052
COMPANY SECRETARY