

COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & POLL

To,
The Chairman,
34th Annual General Meeting of
BIOFIL CHEMICALS & PHARMACEUTICALS LIMITED,
Registered office: 11/12, Sector E,
Sanwer Road, Industrial Area,
Indore-452015(M.P.)

Dear Sir,

SUB: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration)Rules, 2014 as amended by Companies(Management and Administration)Rules, 2015 and Poll conducted at 34th Annual General Meeting of BIOFIL CHEMICALS & PHARMACEUTICALS LIMITED held on Thursday, 26th September, 2019 at 3.00 P.M.

1. I, **L. N. Joshi, Practising Company Secretary**, has been appointed as a Scrutinizer by-

- (i) The Board of Directors of Biofil Chemicals & Pharmaceuticals Limited in their meeting held on 13th August, 2019 for the purpose of scrutinizing the Remote E-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of Companies (Management and Administration) Amendment Rules, 2015 in respect of the below mentioned resolutions transacted at the 34th Annual General Meeting (AGM) of the members of the Company held on Thursday, 26th September, 2019.
- (ii) The Chairman of the 34th Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice to the AGM of the members of the Company held on Thursday, 26th September, 2019.

2. The Notice dated 13th August, 2019 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

3. Cut-off Date

The voting rights were reckoned on Thursday, 19th September 2019, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

Report of Scrutinizer on Remote E-Voting & Poll of BIOFIL CHEMICALS & PHARMACEUTICALS LIMITED at 34TH AGM



4. Remote E-Voting

4.1 Agency:

The Company had availed the E-voting facility offered by Central Depositories Services (India) Limited (CDSL) for conducting remote E-Voting by the shareholders.

4.2 Remote E-Voting:

Remote E-Voting platform remained open from Monday, 23rd September 2019 (9.00 A.M.) up to Wednesday, 25th September 2019 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-voting platform provided by CDSL.

5. Voting at AGM

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the General Meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly CDSL, the E-voting agency provided me with the names, DP Id/ Folio Numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 Further, the chairman announced the poll at the Annual General Meeting for the shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.

6. RESULTS

6.1 I observed that

- a) 27 members had cast their votes through remote E-voting.
- b) 14 members had cast their votes through poll conducted at the meeting.

I have issued separate Scrutinizer's Report for the Remote E-voting and on the Poll for the resolutions contained in the Notice to the AGM. Copy of the same are enclosed with this report. Further, I submit herewith my combined report on the results of Remote E-voting and Poll as under-

Item No. 1-Ordinary Resolution

To Receive, Consider, Approve and Adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and Auditors thereon.



Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	14	211300	100%	0	0	0.00%	211300	0	0
Remote Evoting	26	11068529	99.99%	1	1000	0.01%	11069529	0	0
Total	40	11279829	99.99%	1	1000	0.01%	11280829	0	0

Item No. 2- Ordinary Resolution

Appoint a Director in place of Shri Romil Shah (DIN: 00326110), who retires by rotation and being eligible offers himself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	14	211300	100%	0	0	0.00%	211300	0	0
Remote Evoting	26	11068529	99.99%	1	1000	0.01%	11069529	0	0
Total	40	11279829	99.99%	1	1000	0.01%	11280829	0	0

Item No. 3-Special Resolution

Re-appointment of Shri Subhash Chandra Swarnakar (DIN: 01658151) as an Independent Director of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	14	211300	100%	0	0	0.00%	211300	0	0
Remote Evoting	26	11068529	99.99%	1	1000	0.01%	11069529	0	0
Total	40	11279829	99.99%	1	1000	0.01%	11280829	0	0



Based on the above information, you may kindly announce the result of voting by Poll at AGM and remote e-voting.

All relevant record of electronic voting and poll will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 34th Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

The Company is hereby instructed to put up the results on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 34th Annual General Meeting.

Thanking you,
Yours Faithfully



Scrutinizer

Name: L.N. Joshi

Practicing Company Secretary

FCS: 5201; CP: 4216

Place: Indore

Date: 26.09.2019



To be Countersigned by the Chairman



Ramesh Shah

General information about company	
Scrip code	524396
NSE Symbol	BIOFILCHEM
MSEI Symbol	
ISIN	INE829A01014
Name of the company	BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2019
Start time of the meeting	03:00 PM
End time of the meeting	03:35 PM

Scrutinizer Details	
Name of the Scrutinizer	L.N. JOSHI
Firms Name	L.N. JOSHI & COMPANY
Qualification	CS
Membership Number	5201
Date of Board Meeting in which appointed	13-08-2019
Date of Issuance of Report to the company	26-09-2019

Voting results	
Record date	19-09-2019
Total number of shareholders on record date	5685
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	14
b) Public	19
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Receive, Consider, Approve and Adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7618760	7618760	100	7618760	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7618760	7618760	100	7618760	0	100
Public- Institutions	E-Voting	107300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		107300	0	0	0	0	0
Public- Non Institutions	E-Voting	8547740	3450769	40.3705	3449769	1000	99.971	0.029
	Poll		211300	2.472	211300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8547740	3662069	42.8425	3661069	1000	99.9727
Total		16273800	11280829	69.319	11279829	1000	99.9911	0.0089
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appoint a Director in place of Shri Romil Shah (DIN: 00326110), who retires by rotation and being eligible offers himself for re-appointment.				
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	7618760	7618760	100	7618760	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7618760	7618760	100	7618760	0	100
Public- Institutions	E-Voting	107300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		107300	0	0	0	0	0
Public- Non Institutions	E-Voting	8547740	3450769	40.3705	3449769	1000	99.971	0.029
	Poll		211300	2.472	211300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8547740	3662069	42.8425	3661069	1000	99.9727
Total		16273800	11280829	69.319	11279829	1000	99.9911	0.0089
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Subhash Chandra Swarnkar (DIN: 01658151), as an Independent Director of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7618760	7618760	100	7618760	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7618760	7618760	100	7618760	0	100
Public- Institutions	E-Voting	107300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		107300	0	0	0	0	0
Public- Non Institutions	E-Voting	8547740	3450769	40.3705	3449769	1000	99.971	0.029
	Poll		211300	2.472	211300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8547740	3662069	42.8425	3661069	1000	99.9727
Total		16273800	11280829	69.319	11279829	1000	99.9911	0.0089
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

