



The Baroda Rayon Corporation Ltd.

CIN L99999GJ1958PLC000892

P O Fatehnagar, Udhna, Surat 394 220

Tel : 0261-2899555

Email : brcsurat@gmail.com

Website : www.brcl.in

30th September, 2021

To

Department of Corporate Services

BSE Limited

P J Towers,

Dalal Street,

Mumbai - 400001.

Sub: Declaration of Voting Results of 61st Annual General Meeting

Scrip Code: 500207

Dear Sir,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith the details of Voting Result of the business transacted at the 61st Annual General Meeting of the Company held on 29th September, 2021.

We are also enclosing the Consolidated Scrutinizer's Report dated 29th September, 2021 on remote e-voting and the physical ballot voting process carried out by the Company at the Annual General Meeting. The above are being uploaded on the Company's website.

Kindly take the same on your record and oblige.

Thanking you,

Yours faithfully,

For The Baroda Rayon Corporation Limited

Kunjai S Desai

Kunjai Desai

Company Secretary



Encl: As above



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Details of Voting Results of 61st Annual General Meeting of The Baroda Rayon Corporation Limited

Date of the Annual General Meeting:	29/09/2021
Total number of Shareholders on record date:	79152
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	1
Public:	33
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Arranged
Public:	

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1:	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon.							
Resolution Required : (Ordinary/ Special)	Ordinary Resolution							
Whether promoters / promoter group are interested in the agenda / resolution:	No							
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	10893147	10453255	95.96	10453255	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	10453255	95.96	10453255	0	100.00	0.00
Public – Institutional holders	E-Voting	340785	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340785	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677427	8457465	72.43	8457260	205	99.998	0.002
	Poll		133500	1.14	133500	0	100.00	0.00
	Total	11677427	8590965	73.57	8590760	205	99.998	0.002
Total		22911359	19044220	83.12	19044015	205	99.999	0.001

Resolution No. 2:	To appoint a Director in place of Mr. Damodarbhai Patel (DIN-00056513), who retires by rotation and being eligible, offers himself for re-appointment.							
Resolution Required : (Ordinary/ Special)	Ordinary Resolution							
Whether promoters / promoter group are interested in the agenda / resolution:	No							
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	10893147	10453255	95.96	10453255	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	10453255	95.96	10453255	0	100.00	0.00
Public – Institutional holders	E-Voting	340785	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340785	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677427	8457465	72.43	8457330	135	99.998	0.002
	Poll		133500	1.14	133500	0	100.00	0.00
	Total	11677427	8590965	73.57	8590830	135	99.998	0.002
Total		22911359	19044220	83.12	19044085	135	99.999	0.001

Resolution No. 3:	Appointment of Mr. Viral Bhavani (DIN – 02597320) as Non-Executive Director.							
Resolution Required : (Ordinary/ Special)	Special Resolution							
Whether promoters / promoter group are interested in the agenda / resolution:	No							
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	10893147	10453255	95.96	10453255	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	10453255	95.96	10453255	0	100.00	0.00
Public – Institutional holders	E-Voting	340785	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340785	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677427	8457465	72.43	8457230	235	99.997	0.003
	Poll		133500	1.14	133500	0	100.000	0.000
	Total	11677427	8590965	73.57	8590730	235	99.997	0.003
Total		22911359	19044220	83.12	19043985	235	99.999	0.001

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Head Office: P O Fatehnagar, 193, Backbay Reclamation, Nariman Point, Mumbai 400 021



Continuation Sheet

Resolution No. 4:		Revision in the remuneration of Mr. Damodarbhai Patel (DIN-00056513), Chairman and Managing Director of the company.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
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	10893147	10453255	95.96	10453255	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	10453255	95.96	10453255	0	100.00	0.00
Public – Institutional holders	E-Voting	340785	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340785	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677427	8457465	72.43	8457210	255	99.997	0.003
	Poll		133500	1.14	133500	0	100.000	0.000
	Total	11677427	8590965	73.57	8590710	255	99.997	0.003
Total		22911359	19044220	83.12	19043965	255	99.999	0.001

Resolution No. 5:		Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
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	10893147	10453255	95.96	10453255	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	10453255	95.96	10453255	0	100.00	0.00
Public – Institutional holders	E-Voting	340785	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340785	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677427	8457465	72.43	8457260	205	99.998	0.002
	Poll		133500	1.14	133500	0	100.000	0.000
	Total	11677427	8590965	73.57	8590760	205	99.998	0.002
Total		22911359	19044220	83.12	19044015	205	99.999	0.001

Resolution No. 6:		Alteration of the Main Object Clause in the Memorandum of Association of the Company.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
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	10893147	10453255	95.96	10453255	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	10893147	10453255	95.96	10453255	0	100.00	0.00
Public – Institutional holders	E-Voting	340785	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	340785	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	11677427	8457465	72.43	8457260	205	99.998	0.002
	Poll		133500	1.14	133500	0	100.000	0.000
	Total	11677427	8590965	73.57	8590760	205	99.998	0.002
Total		22911359	19044220	83.12	19044015	205	99.999	0.001

Yours faithfully,
For The Baroda Rayon Corporation Limited

Kunjal S Desai

Kunjal Desai
Company Secretary
ACS - 40809



Date: 30/09/2021
Place: Surat



Consolidated Scrutinizer's Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time)

To,

The Chairman

The Baroda Rayon Corporation Limited

(CIN: L99999GJ1958PLC000892)

P. O. Fatehnagar, Udhna,

Surat - 394220, Gujarat.

61st Annual General Meeting of the Members of The Baroda Rayon Corporation Limited held on Wednesday, the 29th September, 2021 at 09:00 a.m. at Patidar Bhavan, Kadodara, Surat - 394327, Gujarat.

Dear Sir,

I, **Manish R. Patel**, Company Secretary in Practice, Surat, appointed as "Scrutinizer" by the Board of Directors of The Baroda Rayon Corporation Limited ("the Company") to scrutinize remote e-voting process as well as the physical ballot voting process carried out by the Company on the below mentioned resolutions at the 61st Annual General Meeting (AGM) of the members of the Company held on Wednesday, the 29th September, 2021 at 09:00 a.m. at Patidar Bhavan, Kadodara, Surat - 394327, Gujarat, submit my report as under:

1. The Management of the Company is responsible for the compliance of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for closing of the Poll by the Chairman of the Meeting, One (1) empty Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and Link Intime India Pvt. Ltd., Registrar and Transfer Agent of the Company and the authorizations/proxies were lodged with the Company.
4. One (1) ballot paper was found defective.





5. The remote e-voting period remained open from 26th September, 2021 (9:00 a.m.) and ended on 28th September, 2021 at (5:00 p.m.) and was disabled for voting thereafter.
6. After the closure of remote e-voting period and before the start of AGM, the Members' details such as their names, folios, number of the shares held, who have cast votes through remote e-voting, were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in order to ensure that such members did not vote again through ballot paper at an AGM.
7. After counting the votes cast at the AGM, the votes casted through remote e-voting were unblocked in the presence of two witnesses, Ms. Divya Shrivani and Ms. Sweta Prajapati, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Ms. Divya Shrivani

Ms. Sweta Prajapati

8. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

Resolution No. 1:- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with Directors' and Auditors' Reports thereon. (Ordinary Resolution)

(a) Voted in favour of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	10	133500	0.70
Remote e-voting	47	18910515	99.30
Total	57	19044015	100.00

(b) Voted against the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	--	--	--
Remote e-voting	4	205	0.00 #
Total	4	205	0.00 #

% is Negligible.





(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	1	42500
Remote e-voting	--	--
Total	1	42500

Resolution No. 1 passed with requisite majority.

Resolution No. 2:- To appoint a Director in place of Mr. Damodarbai Patel (DIN – 00056513), who retires by rotation and being eligible, offer himself for re-appointment. (Ordinary Resolution)

(a) Voted in favour of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	10	133500	0.70
Remote e-voting	47	18910585	99.30
Total	57	19044085	100.00

(b) Voted against the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	--	--	--
Remote e-voting	4	135	0.00 #
Total	4	135	0.00 #

% is Negligible.

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	1	42500
Remote e-voting	--	--
Total	1	42500

Resolution No. 2 passed with requisite majority.



**Resolution No. 3:- Appointment of Mr. Viral Bhavani (DIN – 02597320) as Non-Executive Director. (Ordinary Resolution)**

(a) Voted in favour of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	10	133500	0.70
Remote e-voting	46	18910485	99.30
Total	56	19043985	100.00

(b) Voted against the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	--	--	--
Remote e-voting	5	235	0.00 #
Total	5	235	0.00 #

% is Negligible.

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	1	42500
Remote e-voting	--	--
Total	1	42500

Resolution No. 3 passed with requisite majority.

Resolution No. 4:- Revision in the remuneration of Mr. Damodarbai Patel (DIN-00056513), Chairman and Managing Director of the Company. (Special Resolution)

(a) Voted in favour of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	10	133500	0.70
Remote e-voting	45	18910465	99.30
Total	55	19043965	100.00



(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	--	--	--
Remote e-voting	6	255	0.00 #
Total	6	255	0.00 #

% is Negligible.

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	1	42500
Remote e-voting	--	--
Total	1	42500

Resolution No. 4 passed with requisite majority.

Resolution No. 5:- Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013. (Special Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	10	133500	0.70
Remote e-voting	47	18910515	99.30
Total	57	19044015	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	--	--	--
Remote e-voting	4	205	0.00 #
Total	4	205	0.00 #

% is Negligible.





(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	1	42500
Remote e-voting	--	--
Total	1	42500

Resolution No. 5 passed with requisite majority.

Resolution No. 6:- Alteration of the Main Object Clause in the Memorandum of Association of the Company. (Special Resolution)

(a) Voted in favour of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	10	133500	0.70
Remote e-voting	47	18910515	99.30
Total	57	19044015	100.00

(b) Voted against the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast.
Ballot Paper	--	--	--
Remote e-voting	4	205	0.00 #
Total	4	205	0.00 #

% is Negligible.

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	1	42500
Remote e-voting	--	--
Total	1	42500

Resolution No. 6 passed with requisite majority.



Mo.: 09426256711

Email : csmanishpatel@gmail.com

mailmanishpatel@yahoo.co.in



MANISH R. PATEL

Company Secretary & Trade Mark Agent

M.Com, DTP, DLP, ACS

105, 1st Floor, Meghani Tower, Cinema Road, Delhi Gate, Surat - 395 003, Gujarat, Tel: 0261 - 2601717, 3911717

The register, all other papers and relevant records relating to physical ballot forms and voting at the meeting shall remain in my safe custody until the Chairman of the meeting considers, approves and sign the minutes of the aforesaid AGM, after which will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours' faithfully,



MANISH R. PATEL

Company Secretary in Practice

ACS No.: 19885

COP No.: 9360

PRCN: 929/2020

ICSI UDIN: A019885C001033007

Accepted:

FOR THE BARODA RAYON CORPORATION LIMITED

DAMODARBHAI PATEL

Chairman & Managing Director

DIN: 00056513



Place: Surat

Date: 29/09/2021