BHATIA COLOUR CHEM LIMITED

CIN: L24290GJ2021PLC127878

Regd Office: Plot No.A/2/12, Road No. 1, Udhana Udyog Nagar Sangh Udhna Surat 394210

Mob No.9104294564 **Email Id:** cs@bccindia.com **Weblink:** www.bccl.info

Date: 21/03/2025

To,
BSE LIMITED
Phiroze Jeejeebhoy towers,
Dalal Street,
Mumbai- 400 001.

Scrip ID/ Code/ISIN : BCCL/543497/ INE0KQ001017

Subject : Voting Results of the Postal Ballot as per format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed details of Voting Results of the Postal Ballot which was conducted only through electronic means for the businesses contained in the postal ballot notice dated February 13, 2025.

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and other applicable provisions and section 110 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated 20th March, 2025 is also enclosed herewith.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

For Bhatia Colour Chem Limited

VISHWA RONAK PATEL

Digitally signed by VISHWA RONAK PATEL
DN: c=IN, o=Personal, title=4612, pseudonym=ba18456513fd47cbbcfe9664d7ec7d4e, 2.5.4.20=2aabf6b6ebf09927a79f74da7858b203451ecdcf2a4cddd9ef352d8773453085, postalCode=395004, st=Gujarat, serialNumber=51d618126775b77df3a6e1086aa489814b87910a0ad0f410214c24d081aaa529, cn=VISHWA RONAK PATEL
Date: 2025.03.21 14:04:43 +05'30'

Vishwa Ronak Patel
Company Secretary & Compliance Officer
M. No.: A67342
Place: Surat

Encl: Voting Result
Scrutinizer Report

Voting results	
Record date	14-02-2025
Total number of shareholders on record date	813
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	**5**
Disclosure of notes on voting results	Add Notes

Resolution (1)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	REGULARISATION OF APPOINTMENT OF MR. RAVI JITENDRA MODI (DIN: 10932249) AS NON-EXECUTIVE 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	5608750	5608750	100.0000	5608750	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5608750	5608750	100.0000	5608750	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
Total		12233750	6741650	55.1070	6741650	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (2)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	REGULARISATION OF APPOINTMENT OF MRS. ANU ASHISH AMODIA (DIN: 10930259) AS NON-EXECUTIVE 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	5608750	5608750	100.0000	5608750	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5608750	5608750	100.0000	5608750	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
Total		12233750	6741650	55.1070	6741650	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (3)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	REGULARISATION OF APPOINTMENT OF MRS. DHRUVI SHYAM KAPADIA (DIN: 10683926) AS NON-EXECUTIVE 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	5608750	5608750	100.0000	5608750	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5608750	5608750	100.0000	5608750	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
Total		12233750	6741650	55.1070	6741650	0	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

Resolution (4)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	TO CONSIDER THE INCREASE IN REMUNERATION OF MR. BHARAT BRIJLAL BHATIA (DIN: 09095082), MANAGING DIRECTOR OF THE COMPANY:

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5608750	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5608750	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
Total		12233750	1132900	9.2604	1132900	0	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO CONSIDER THE INCREASE IN REMUNERATION OF MR. RAMESHCHAND CHANDURAM BHATIA (DIN: 09431185), WHOLE TIME DIRECTOR OF THE COMPANY:				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5608750	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5608750	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6625000	1132900	17.1004	1132900	0	100.0000	0.0000
Total		12233750	1132900	9.2604	1132900	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

RANJIT KEJRIWAL
Company Secretaries & Registered Valuer (SFA)

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013
And Rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
BHATIA COLOUR CHEM LIMITED
CIN: L24290GJ2021PLC127878,
Plot No. A/2/12, Road No. 1,
Udhana Udyog Nagar Sangh Udhna
Surat - 394210

Dear Sir,

Subject: Scrutinizer's report on resolutions proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

1. I, Ranjit Binod Kejriwal, Practicing Company Secretary, have been appointed as a scrutinizer by the board of directors of Bhatia Colour Chem Limited for the purpose of scrutinizing the remote e-voting process for the postal ballot and ascertaining the requisite majority on remote e-voting for the resolution to be passed through postal ballot notice dated February 13, 2025 carried out as per the provisions of Section 108 and Section 110 of the Companies Act, 2013 Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules"), for the purpose of scrutinizing the votes cast by members of the company through remote e-voting platform of National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com/ in respect of resolutions contained in the Postal Ballot Notice dated February 13, 2025 as detailed below:

SN	Type of Resolution	Particulars
1	Special Resolution	Regularisation of Appointment of Mr. Ravi Jitendra Modi (DIN: 10932249) as Non-Executive Independent Director of the Company
2	Special Resolution	Regularisation of Appointment of Mrs. Anu Ashish Amodia (DIN: 10930259) as Non-Executive Independent Director of the Company
3	Special Resolution	Regularisation of Appointment of Mrs. Dhruvi Shyam Kapadia (DIN: 10683926) as Non-Executive Independent Director of the Company
4	Special Resolution	To consider the increase in remuneration of Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director of the Company
5	Special Resolution	To consider the increase in remuneration of Mr. Rameshchand Chanduram Bhatia (DIN: 09431185), Whole Time Director of the Company

2. As per the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020 and 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023

2/906, 1, Aastha, Hira Modi Sheri, Sagrampura, Ring Road, Surat-395-002 | 261-2331123 | rbksurat@gmail.com
316, The Summit Business Park, WEH Metro Station, Sir M. V. Road, Andheri (E), Mumbai-400-093 | 022-49737235 | rk@rkejriwal.com

dated September 25, 2023 and No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has sent the Postal Ballot Notice on Monday, February 17, 2025 by email only to the members who have registered their e-mail address with the Registrar and Transfer Agent of the Company or Depository/Depository Participants.

3. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.

4. The Company has published an advertisement on February 18, 2025 in "Free Press Gujarat" an English Newspaper and in "Lokmitra" a vernacular (Gujarati) newspaper regarding completion of dispatch of Notice of Postal Ballot dated February 13, 2025 and also specifying therein the matters prescribed in the rules with regard to e-voting.

5. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting for the resolutions contained in the Notice to the Postal Ballot dated February 13, 2025. My responsibility as a scrutinizer for the remote e-voting is restricted to make a consolidated Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the rules and engaged by the company to provide remote e-voting facility.

6. Further to the above, I submit my reports as under:
   i. The e-voting period was from Tuesday, February 18, 2025 at 9.00 a.m. to Wednesday, March 19, 2025 at 5.00 p.m.

   ii. The members of the Company as on the "cut-off" date i.e. Friday, February 14, 2025 were entitled to vote on the resolutions (item No. 01 to 05 as set out in the notice of the Postal Ballot of the Company).

   iii. The votes cast were unblocked on Thursday, March 20, 2025 at 10.31 a.m. in the presence of 2 (Two) witnesses namely **Mr. Pioush Tiwari** and **Mr. Aniket Ranpara** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Piowsh	Aniket R.
Name: **Mr. Pioush Tiwari**	Name: **Mr. Aniket Ranpara**

   iv. Thereafter the details containing inter alia, list of equity shareholders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com/.

   v. The result of remote e-voting is as under:

RANJIT KEJRIWAL * COMPANY SECRETARY *

RESOLUTION NO. 1:

REGULARISATION OF APPOINTMENT OF MR. RAVI JITENDRA MODI (DIN: 10932249) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") as amended and subject to such other laws, rules and regulations as may be applicable in this regard, and Articles of Association of the Company and the Board of Directors, Mr. Ravi Jitendra Modi (DIN: 10932249) who was appointed as an Additional Director in capacity of Non-Executive Independent Director by the Board of Directors of the Company, with effect from February 13, 2025, pursuant to the provisions of section 161 of the Act, approval of the shareholders of the Company be and is hereby accorded to appoint Mr. Ravi Jitendra Modi (DIN: 10932249) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years starting from February 13, 2025 to February 12, 2030 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and other applicable provisions of the Act read with the Rules made thereunder Mr. Ravi Jitendra Modi, be paid a remuneration of Rs. 60,000/- (Rupees Sixty Thousand only) per annum with the liberty to the Board of directors to amend the terms of payment from time to time and subject to such limits prescribed by the law.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the company be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
E-voting	17	6741650	17	6741650	0	0	0	0

This resolution is passed as a Special Resolution.

RESOLUTION NO. 2:

REGULARISATION OF APPOINTMENT OF MRS. ANU ASHISH AMODIA (DIN: 10930259) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") as amended and subject to such other laws, rules and regulations as may be applicable in this regard, and Articles of Association of the Company and the Board of Directors, Mrs. Anu Ashish Amodia (DIN: 10930259) who was appointed as an Additional Director in capacity of Non-Executive Independent Director by the Board of Directors of the Company, with effect from February 13, 2025, pursuant to the provisions of section 161 of the Act, approval of the shareholders of the Company be and is hereby accorded to appoint Mrs. Anu Ashish Amodia (DIN: 10930259) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years starting from February 13, 2025 to February 12, 2030 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and other applicable provisions of the Act read with the Rules made thereunder Mrs. Anu Ashish Amodia, be paid a

RANJIT KEJRIWAL COMPANY SECRETARY

remuneration of Rs. 60,000/- (Rupees Sixty Thousand only) per annum with the liberty to the Board of directors to amend the terms of payment from time to time and subject to such limits prescribed by the law.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the company be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
E-voting	17	6741650	17	6741650	0	0	0	0

This resolution is passed as a Special Resolution.

<u>RESOLUTION NO. 3:</u>

<u>REGULARISATION OF APPOINTMENT OF MRS. DHRUVI SHYAM KAPADIA (DIN: 10683926) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:</u>

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") as amended and subject to such other laws, rules and regulations as may be applicable in this regard, and Articles of Association of the Company and the Board of Directors, Mrs. Dhruvi Shyam Kapadia (DIN: 10683926) who was appointed as an Additional Director in capacity of Non-Executive Independent Director by the Board of Directors of the Company, with effect from February 13, 2025, pursuant to the provisions of section 161 of the Act, approval of the shareholders of the Company be and is hereby accorded to appoint Mrs. Dhruvi Shyam Kapadia (DIN: 10683926) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years starting from February 13, 2025 to February 12, 2030 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and other applicable provisions of the Act read with the Rules made thereunder Mrs. Dhruvi Shyam Kapadia, be paid a remuneration of Rs. 60,000/- (Rupees Sixty Thousand only) per annum with the liberty to the Board of directors to amend the terms of payment from time to time and subject to such limits prescribed by the law.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the company be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
E-voting	17	6741650	17	6741650	0	0	0	0

This resolution is passed as a Special Resolution.

RANJIT KEJRIWAL * COMPANY SECRETARY

RESOLUTION NO. 4:

TO CONSIDER THE INCREASE IN REMUNERATION OF MR. BHARAT BRIJLAL BHATIA (DIN: 09095082), MANAGING DIRECTOR OF THE COMPANY:

"**RESOLVED THAT** in partial modification to the resolution passed by the Members of the Company at the 3rd Annual General Meeting held on August 27, 2024 pertaining to remuneration payable to the Managing Director and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Act, pursuant to recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the Company be and is hereby authorised to increase remuneration of Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director of the Company, in excess of prescribed limits under section 197 of net profits but within the limits specified in Schedule V.

RESOLVED FURTHER THAT the remuneration payable to Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director, shall be as under:

Remuneration: Rs. 7,00,000/- (Rupees Seven Lakhs Only) per month inclusive of all perquisite.

RESOLVED FURTHER THAT the consent of the Members of the Company be and is hereby accorded that Mr. Bharat Brijlal Bhatia (DIN: 09095082), Managing Director of the Company be paid remuneration by way of salary upto a maximum of Rs. 7,00,000/- (Rupees Seven Lakhs only) per month as minimum remuneration for the remaining period of their tenure w.e.f April 01, 2025.

RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary thereof be and are hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of attachment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
E-voting	10	1132900	10	1132900	0	0	0	0

This resolution is passed as a Special Resolution.

RESOLUTION NO. 5:

TO CONSIDER THE INCREASE IN REMUNERATION OF MR. RAMESHCHAND CHANDURAM BHATIA (DIN: 09431185), WHOLE TIME DIRECTOR OF THE COMPANY:

"**RESOLVED THAT** in partial modification to the resolution passed by the Members of the Company at the 3rd Annual General Meeting held on August 27, 2024 pertaining to remuneration payable to the Whole Time Director and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Act, pursuant to recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the Company be and is hereby authorised to increase remuneration of Mr. Rameshchand Chanduram Bhatia (DIN: 09431185), Whole Time

RANJIT KEJRIWAL * COMPANY SECRETARY

Director of the Company, in excess of prescribed limits under section 197 of net profits but within the limits specified in Schedule V.

RESOLVED FURTHER THAT the remuneration payable to Mr. Rameshchand Chanduram Bhatia (DIN: 09431185), Whole Time Director, shall be as under:

Remuneration: Rs. 7,00,000/- (Rupees Seven Lakhs Only) per month inclusive of all perquisite.

RESOLVED FURTHER THAT the consent of the Members of the Company be and is hereby accorded that Mr. Rameshchand Chanduram Bhatia (Din: 09431185), Whole Time Director of the Company be paid remuneration by way of salary upto a maximum of Rs. 7,00,000/- (Rupees Seven Lakhs only) per month as minimum remuneration for the remaining period of their tenure w.e.f April 01, 2025.

RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary thereof be and are hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of attachment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
E-voting	10	1132900	10	1132900	0	0	0	0

This resolution is passed as a Special Resolution.

You may accordingly declare the result of the voting.

Thanking You,
Yours faithfully,

Ranjit Binod Kejriwal
Practicing Company Secretary
Membership No. 6116
CP No. 5985
Place: Surat
Date: 20/03/2025
UDIN: **F006116F004128511**