

BHORUKA ALUMINIUM LIMITED

BAL:BSE:15:16/

30th September, 2015

To

The Manager (CRD)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001

Scrip Code: 506027

Dear Sir,

Sub: Compliance with Clause 35A of the Listing Agreement in relation to
Outcome of 35th Annual General Meeting and Voting Results

The 35th Annual General Meeting (AGM) of the Members of the Company was held on **Wednesday, the 30th September, 2015 at 9:30 a.m.** at Hotel Royal Inn, # 435, K.R.S.Road, Metagalli, Mysore-570 016 to transact the business as mentioned in the notice of AGM.

In compliance with 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 Clause 35B of the Listing Agreement, the Company had provided Remote E-voting facility to the Members to vote on the Resolutions as contained in the Notice of **35th Annual General Meeting**. The facility for casting the votes by the Members using an Electronic Voting System from a place other than venue of the AGM ("remote e-voting") has been provided by M/s. Karvy Computershare Private Limited and the Remote E-voting was held from 9 A.M. on **27th September, 2015** to 5 P.M. on **29th September, 2015**.

Further, on **30th September, 2015, the day of the 35th AGM**, physical Ballot / Poll Forms were distributed to the Members present in person and through Proxies who could not do Remote e-voting, to cast their vote in proportion to the shares held by them, on all the resolutions pertaining to **Ordinary and Special Business** as set out in the Notice convening 35th Annual General Meeting from Item No. 1 to 5.

The Board of Directors of the Company has appointed Mr.Sunil Kumar B.G. of M/s. Sunil B.G. & Associates, Company Secretaries, Mysore (FCS No. F7910 and COP No.8900) as the Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner.



Registered Office : No. 427E, 2nd Floor, Hebbal Industrial Area, Mysore 570016, Karnataka, India
Phone: +91-821-2510351/2510352, Fax : +91-821-2415291, E-mail:info@bhorukaaluminium.com,
Website: www.bhorukaaluminium.com

BHORUKA ALUMINIUM LIMITED

DETAILS OF VOTING RESULTS

As per Clause 35A of the Listing Agreement, the outcome of the 35th Annual General Meeting is as follows:

Date of AGM: 30.09.2015

Total No. of Shareholders on the Cut-off date 7920

No. of Shareholders present in the meeting either in Person or through Proxy

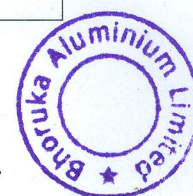
Shareholders	Present in Person/ Authorised Representative	Present through Proxy	Total	No. of Shares held	% age to the total equity shares
Promoters and Promoters Group	4	-	4	18551538	71.46
Public	27	14	41	7409728	28.54
Total	31	14	45	25961266	100.00

No. of Shareholders who attended the meeting through Video Conferencing: NIL

Based on the Scrutinizer's Reports for both E-voting and Ballot Voting, I hereby declare that all the 5 (Five) Resolutions contained in our 35th AGM Notice dated 29th May, 2015 have been passed with requisite majority on the date of AGM i.e. **on 30th September, 2015** as per the details furnished here under:

Item No. of the AGM Notice	Type of Resolution (Ordinary/Special)	Particulars of the Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
			No. of Shares.	%	No. of Shares	%	No. of Shares	%
ORDINARY BUSINESS								
Item No.1	Ordinary Resolution	E-voting	532410	100	0	0	0	0
		Poll	25961266	100	0	0	200	0
		Total	26493676	100	0	0	200	0
Item No.2	Ordinary Resolution	E-voting	532410	100	0	0	0	0
		Poll	25961266	100	0	0	200	0
		Total	26493676	100	0	0	200	0

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 Website: www.bhorukaaluminium.com



BHORUKA ALUMINIUM LIMITED

Item No. of the AGM Notice	Type of Resolution (Ordinary/Special)	Particulars of the Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
			No. of Shares.	%	No. of Shares	%	No. of Shares	%
ORDINARY BUSINESS								
Item No.3	Ordinary Resolution	E-voting	532410	100	0	0	0	0
		Poll	25961266	100	0	0	200	0
		Total	26493676	100	0	0	200	0
Item No. of the AGM Notice	Type of Resolution (Ordinary/Special)	Particulars of the Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
			No. of Shares.	%	No. of Shares	%	No. of Shares	%
SPECIAL BUSINESS								
Item No.4	Ordinary Resolution	E-voting	532410	100	0	0	0	0
		Poll	25961266	100	0	0	200	0
		Total	26493676	100	0	0	200	0
Item No.5	Special Resolution	E-voting	532410	100	0	0	0	0
		Poll	25961266	100	0	0	200	0
		Total	26493676	100	0	0	200	0


We attach herewith Scrutinizer's Combined Report on Remote E-voting and Poll dated 30th September, 2015.

We would request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Boruka Aluminium Limited


 (Rajkumar Aggarwal)
 Chairman & Managing Director
 DIN: 01559120



Scrutinizer's Combined Report
on E-Voting and Poll

BHORUKA ALUMINUM LIMITED

Scrutinizer:

CS Sunil Kumar B G

Sunil B G & Associates

#662, 5th cross, 2nd Stage, Hebbal, Mysuru - 570017

Scrutinizer's Combined Report on E-Voting and Poll

BHORUKA ALUMINUM LIMITED

To,
Shri. Raj Kumar Aggarwal,
The Chairman,
35th Annual General Meeting of Boruka Aluminum Limited,
427E, 2nd Floor,
Hebbal Industrial Area,
Mysuru 570016

Report on the process of E-voting

1. The Board of Directors of the Company, in their meeting held on 29th May, 2015 appointed me as a scrutinizer:
 - a. For e-Voting Process under the provisions of Section 108 of the Companies Act, 2013 read with of Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015.
 - b. For Poll pursuant to Section 109 read with the Rule 21 of the Companies (Management and Administration) Rules, 2014.

for scrutinizing in a fair and transparent manner and ascertaining the outcome of the voting on the agendas set out in the Notice convening the 35th Annual General Meeting of M/s. Boruka Aluminium Limited held on 30th September, 2015 at Hotel Royal Inn, #435, KRS Road, Metagalli, Mysuru – 570016 at 9:30 a.m.

2. The Board had appointed M/s. Karvy Computershare Private Limited, the Registrar and Share Transfer Agents of the Company, as the service providers for providing the remote e-voting facility to the members of the Company. The service provider had uploaded all the businesses (both ordinary and special) that has to be transacted at the 35th AGM of the Company, scheduled to be held on 30th September, 2015 and also provided a facility to vote on these resolutions on their website <https://evoting.karvy.com>
3. The e-Voting platform is password driven and can be accessed only if the shareholder has both the client-id and the password provided by M/s. Karvy Computershare Private Limited. Details



regarding obtaining the id and password from the service providers were given in the notice. On successful voting, an acknowledgment is generated for the reference of the shareholders.

I, CS Sunil Kumar B G, Practicing Company Secretary, submit my Consolidated Report on the e-voting and Poll process as under:

E-Voting:

4. As a scrutinizer of the process, my responsibility was restricted to ensure the process to be carried on in fair manner and to report on the votes cast in 'Favour' and 'Against' the resolutions based on the reports generated from the remote e-voting system provided by M/s. Karvy Computershare Private Limited.
5. The Company assumed complete responsibility of ensuring compliance as may be necessary under the Companies Act, 2013 and rules thereon and the listing agreement relating to the e-voting process.
6. The Company had sent out the notices to all the shareholders as on record date through e-mails as made available by DP/RTA and also had sent out the physical notices and annual report through courier. The notice was also uploaded on the website of the Company:
<http://www.bhorukaaluminium.com/images/pdf/Bhoruka%20AGM%20Notice%20290515%202014-15.pdf>
7. The cutoff date for this purpose was fixed to be 23rd September, 2015 and as per the afore said rules, the voting was kept open for three days i.e. from Sunday, 27th September, 2015 (9:00 a.m.) to Tuesday, 29th September, 2015 (5:00 p.m.) and there was no postal ballot facility given for those who were not able to participate through e-voting, as required under clause 35B of the listing agreement.
8. As prescribed by the rules, the Company also published an advertisement on 14th September, 2015; 14 days in advance prior to the date of beginning of the voting period in English in Business Line and in Kannada in Sanjevani and the advertisement contained all the necessary information.
9. At the end of voting period i.e., Tuesday, 29th September, 2015 (5:00 p.m.), the voting facilities were blocked forthwith. The votes were unblocked by me in presence of the witnesses as mentioned below as prescribed in the above mentioned rules.



Scrutinizer's Combined Report on E-Voting and Poll

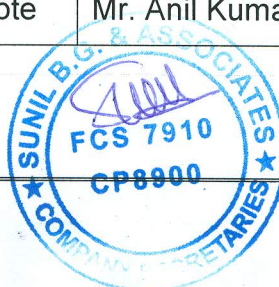
Details of the first un-blocking:

<u>Details of Unblocking the e-Voting event</u>	
Date of beginning of the e-voting	27 th September, 2015 at 9:00 a.m.
Date of closing of the e-voting	29 th September, 2015 at 5:00 p.m.
Date of unblocking the e-voting results	29 th September, 2015 at 6:30 p.m.
Details of the person unblocking the votes	CS Sunil Kumar B G, in the capacity of Scrutinizer
Witnesses present during the unblocking of vote	Mr. Anil Kumar G and Ms. Rashmi T.M.

Poll Process:

10. On the day 30th September, 2015 at the Annual General Meeting, the Chairman announced the Poll and the same was carried out with due diligence and care in my presence.
11. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
12. The locked ballot box was/ subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
13. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
14. Subsequent to the meeting and the Poll Process, the votes were again unblocked by me in the presence of witness as mentioned below as prescribed in the above mentioned rules:

<u>Details of Unblocking</u>	
Date of unblocking	30 th September, 2015
Details of the person unblocking the votes	CS Sunil Kumar B G, in the capacity of Scrutinizer
Witnesses present during the unblocking of vote	Mr. Anil Kumar G and Ms. Rashmi T.M.



Scrutinizer's Combined Report on E-Voting and Poll

15. Following documents were generated on the website of the Karvy Computershare Private Limited (<https://evoting.karvy.com>)

- a. Certificate / Result Generation
- b. DashBoard Report indicating Ballots received, votes cast in favour / against / abstain for each resolution
- c. Votes Cast Register containing list of shareholders casting the vote on each of the above resolutions
- d. Top 50 shareholders who have cast vote in favour of the resolutions
- e. Top 50 shareholders who have cast vote against the resolutions.

16. Based on the Ballot Papers and the documents mentioned above, the comprehensive results of e-Voting and Polling are as under:

<u>Details of the total votes casted by e-Voting</u>		
Total number of members who cast their votes through e-voting	Total number of shares held by them	Total number of Valid votes
8	532410	As mentioned below in detail against each of the resolutions.

<u>Details of the total votes casted in Poll Process</u>		
Total number of members who cast their votes through e-voting	Total number of shares held by them	Total number of Valid votes
45	25961266	As mentioned below in detail against each of the resolutions.



Scrutinizer's Combined Report on E-Voting and Poll

Details of the Total Votes

Particulars	No. of Votes Cast	% age	Invalid Votes
E-Voting	532410	100 %	As mentioned in detail in below table against each item
Poll Process	25961266	100%	

Detailed report of the Votes

Type of Resolution	Votes cast in 'Favour' of the resolution		Votes cast 'Against' the resolution		Invalid votes	
	Nos.	%age	Nos.	%age	Nos.	%age

Item No. 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and the Profit and Loss Account for the financial year ended as on that date together with the Reports of the Directors and Auditors thereon.

As an Ordinary Resolution	E-Voting	532410	100%	0	0%	0	0
	Poll	25961266	100%	0	0%	200	0
	Total	26493676	100%	0	0%	200	0



Scrutinizer's Combined Report on E-Voting and Poll

Item No. 2: To appoint a Director in place of Shri R. K. Aggarwal (holding DIN 01559120) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

<i>As an Ordinary Resolution</i>	E-Voting	532410	100%	0	0%	0	0
	Poll	25961266	100%	0	0%	200	0
	Total	26493676	100%	0	0%	200	0

Item No. 3: To appoint Auditors and to fix their remuneration

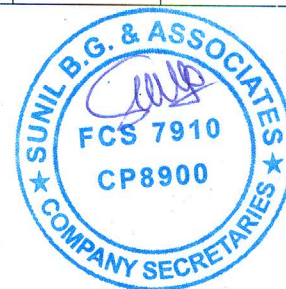
<i>As an Ordinary Resolution</i>	E-Voting	532410	100%	0	0%	0	0
	Poll	25961266	100%	0	0%	200	0
	Total	26493676	100%	0	0%	200	0

Item No. 4: To Appoint Smt. Srinivas Chandrakala as an Independent Director

<i>As an Ordinary Resolution</i>	E-Voting	532410	100%	0	0%	0	0
	Poll	25961266	100%	0	0%	200	0
	Total	26493676	100%	0	0%	200	0

Item No. 5: To Re-appoint Shri R. K. Aggarwal as Managing Director of the Company

<i>As a Special Resolution</i>	E-Voting	532410	100%	0	0%	0	0
	Poll	25961266	100%	0	0%	200	0
	Total	26493676	100%	0	0%	200	0



Scrutinizer's Combined Report on E-Voting and Poll

17. Details of the voting along with the particulars of name, address, folio number / client id number and nominal value of shares held has been recorded in a Register maintained for the purpose.

18. I hereby confirm that all the records, registers received from the service provider both electronically and manually, in respect of votes cast through e-voting and poll by the shareholders of the Company is sealed and handed over to Shri. Raj Kumar Aggarwal, Chairman and Managing Director for safe keeping.

19. The results may be declared accordingly.

Thanking you,

Yours faithfully

For **Sunil B G & Associates**



CS Sunil Kumar B G
Proprietor

Membership No.: F7910

COP: 8900



Date: 30th September, 2015

Place: Mysuru

We the undersigned witness that the votes were unblocked as stated herein above on the website <https://evoting.karvy.com>, in our presence;



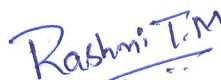
Mr. Anil Kumar G

#662, 5th cross, 2nd Stage,

Hebbal, Mysuru – 570017

Place: Mysuru

Date: 30th September, 2015



Ms. Rashmi T.M.

#138, 1st Floor, 5th Corss, G Block,

Dakshineshwara Marga,

Ramakrishnanagar, Mysuru