



BSL/SEC/24

13<sup>th</sup> March, 2024

**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Mumbai – 400 001**  
**(Maharashtra)**  
**Scrip Code: 503722**

**National Stock Exchange of India Ltd**  
**Exchange Plaza Bandra–Kurla,**  
**Bandra (East), Mumbai–400051**  
**(Maharashtra)**  
**Symbol :BANSWRAS**

**Sub: Submission of the Results on Remote e-voting on postal Ballot and Scrutinizers Report.**

Dear Sir/Madam,

Pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company conducted the Postal Ballot through remote e-voting process, seeking approval of its members for the resolution as set out in the Postal Ballot Notice ('Notice') dated 29<sup>th</sup> January, 2024.

In this regard, we would like to inform you that the resolution as set in the Notice has been duly approved by the members of the Company with requisite majority. The resolution is deemed to have been passed on 11<sup>th</sup> March, 2024 the last date specified for receipt of votes through remote e-voting process.

In terms of Regulation 30 read with Part – A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief of the said resolution as approved by the shareholders is as follows:

<b>Resolution</b>	<b>Type of Resolution</b>
Approval for the appointment of Shri Narendra Ambwani (DIN: 00236658) as an Independent Director, of the Company:	Approved as Special Resolution

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, the details of voting results in the prescribed format is enclosed herewith for your information and records-as **Annexure –I**.

A duly certified copy of the Report of the Scrutinizer in this regard is also enclosed herewith- as **Annexure -II**. This is for your kind information and records.

Thanking You

**Yours faithfully**  
**For BANSWARA SYNTEX LIMITED**

**(H.P. KHARWAL)**  
**Company Secretary & G.M. (Legal)**  
Membership No. FCS 12923

**BANSWARA SYNTEX LIMITED**

**CORPORATE OFFICE**

5<sup>th</sup> Floor, Gopal Bhawan, 199 Princess Street Mumbai 400 002

Tel : + 91 22 66336571-76 | Fax : + 91 22 66336586

Email : [info@banswarasyntex.com](mailto:info@banswarasyntex.com)

**REGISTERED OFFICE & MILLS**

Industrial Area, Dahod Road, Banswara – 327001 (Rajasthan)

Tel : + 91 2962 240690-93, 257679-68 | Fax : + 91 2962 240692

Email : [info@banswarasyntex.com](mailto:info@banswarasyntex.com)

## Banswara Syntex Limited

### ANNEXURE-I

The Voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Date of Declaration of the results	13-03-2024
Total number of shareholders as on the Cut-Off date (2 <sup>nd</sup> Feb., 2024)	14,996
No. of shareholders present in the meeting either in person or Not applicable through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of shareholders attended meeting through video conferencing Promoters and Promoter Group: Public:	Not Applicable
No. of shareholders cast vote through remote e-voting	345

<b>Resolution:</b> Approval for the appointment of Shri Narendra Ambwani (DIN: 00236658) as an Independent Director, of the Company.								
<b>Resolution required:</b> Special Resolution								
<b>Whether Promoter/ Promoter Group interested in the agenda/ resolution:</b> 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	1,86,12,010	1,66,80,053	89.6198%	1,66,80,053	0	100.0000%	0.0000%
	Postal Ballot*	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,86,12,010</b>	<b>1,66,80,053</b>	<b>89.6198%</b>	<b>1,66,80,053</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
Public- Institutional Holders	E-voting	30,45,727	1,26,461	4.1521%	1,26,461	0	100.0000%	0.0000%
	Postal Ballot*	-	-	-	-	-	-	-
	<b>Total</b>	<b>30,45,727</b>	<b>1,26,461</b>	<b>4.1521%</b>	<b>1,26,461</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
Public- others	E-voting	1,25,74,347	3,91,086	3.1102%	3,78,733	12,353	96.8414%	3.1586%
	Postal Ballot*	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,25,74,347</b>	<b>3,91,086</b>	<b>3.1102%</b>	<b>3,78,733</b>	<b>12,353</b>	<b>96.8414%</b>	<b>3.1586%</b>
<b>Grand Total</b>		<b>3,42,32,084</b>	<b>1,71,97,600</b>	<b>50.2383%</b>	<b>1,71,85,247</b>	<b>12,353</b>	<b>99.9282%</b>	<b>0.0718%</b>

**Scrutinizer's Report**

To,  
The Chairman  
Banswara Syntex Ltd  
Industrial Area, Dahod Road,  
Post Box No.21, Banswara,  
Banswara – 327 001 (Rajasthan)

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot by way of Electronic Voting ("e-voting").**

The Board of Directors of **Banswara Syntex Ltd** (hereinafter referred to as "**the Company**") at its Meeting held on Monday, January 29, 2024 has appointed me as the scrutinizer for scrutinizing the Postal Ballot by way of e-voting pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular No. 09/2023 dated September 25, 2023 read along with other connected circulars issued from time to time in this regard ("MCA Circulars"), relating to postal ballot including voting by electronic means for the resolution contained in the Notice of Postal Ballot dated January 29, 2024.

My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of Postal Ballot, based on the reports generated/data downloaded from the e-voting system provided by Central Depository Services (India) Limited, the Agency Authorized under the Rules and engaged by the Company to provide e-voting facility.

**Report on Scrutiny:**

- The Company had appointed Central Depository Services (India) Limited (hereinafter referred to as "**CDSL**" / "**Service Provider**") as the service provider, for the purpose of extending the facility of remote e-voting to the shareholders of the Company. Computech Sharecap Ltd. is the Registrar and Share Transfer Agent (hereinafter referred to as "**RTA**") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on the items of business stated in the Postal Ballot Notice dated January 29, 2024.



- The Service Provider had set up an electronic voting facility on their website <https://www.evotingindia.com>. The Company had uploaded the item of business to be transacted through Postal Ballot on the website of the Service Provider to facilitate their Shareholders to cast their vote through Remote E-voting.
- The internal cut-off date for the dispatch of the Notice of Postal Ballot was Friday, February 2, 2024 and as on that date, there were 14,996 (Fourteen Thousand Nine Hundred and Ninety Six) Shareholders of the Company.
- The Company informed that in compliance with the MCA Circulars and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Service Provider completed dispatch of Notice of Postal Ballot along-with e-voting details on Saturday, February 10, 2024 by E-mail to 12,404 (Twelve Thousand Four Hundred and Four) shareholders who had already registered their E-mail IDs with the Company/ Depositories.
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended).
- As stated in Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended), an advertisement was published by the Company on Sunday, February 11, 2024, in "Financial Express", English newspaper in English language and in "Nafa Nuksan" Vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the Postal Ballot Notice, by means of E-mail to the shareholders along with other related matters mentioned therein.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolution contained in the Postal Ballot Notice was Friday, February 2, 2024.
- The remote e-voting period commenced from Sunday, February 11, 2024 at 09:00 A.M. and concluded on Monday, March 11, 2024 at 05:00 P.M.
- At the end of the voting period on Monday, March 11, 2024 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith.
- After completion of e-voting, the votes cast by the Shareholders were unblocked and downloaded from the e-voting website of CDSL/ Service Provider <https://www.evotingindia.com/> in the presence of two witnesses, who are not in the employment of the Company as prescribed in Sub Rule 4(xii) of the said Rule 20. The e-voting data/ results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against on the resolution proposed in the Notice of Postal Ballot are as under:

**Item No. 1: Special Resolution:****APPROVAL FOR THE APPOINTMENT OF SHRI NARENDRA AMBWANI (DIN: 00236658) AS AN INDEPENDENT DIRECTOR, OF THE COMPANY:**

Total No. of Shareholders/folios	14,996		
Total No. of Shares	3,42,32,084		
e-voting Period	From Sunday, February 11, 2024 at 9.00 A.M to Monday, March 11, 2024 at 5.00 P.M.		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	345	1,71,97,600
Total Votes cast through Postal Ballot forms received	B	N.A	N.A
Grand Total of remote e-voting/Postal Ballot Forms (A+B)	C	<b>345</b>	<b>1,71,97,600</b>
Less: Invalid remote e-voting/Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/ abstained/ less voted)	D	0	0
Net remote e-voting/Postal Ballot Forms (C-D)	E	<b>345</b>	<b>1,71,97,600</b>

**SUMMARY OF VOTING**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,86,12,010	1,66,80,053	89.6198%	1,66,80,053	0	100.0000%	0.0000%
Public-Institutional Holders	30,45,727	1,26,461	4.1521%	1,26,461	0	100.0000%	0.0000%
Public- others	1,25,74,347	3,91,086	3.1102%	3,78,733	12,353	96.8414%	3.1586%
<b>Total</b>	<b>3,42,32,084</b>	<b>1,71,97,600</b>	<b>50.2383%</b>	<b>1,71,85,247</b>	<b>12,353</b>	<b>99.9282%</b>	<b>0.0718%</b>

Percentage of votes cast in favour: 99.9282% | Percentage of votes cast against: 0.0718%

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **99.9282%**; based on the aforesaid result, I report that the **Special Resolution** as set out at **Item No. 1** in the notice of postal ballot dated January 29, 2024 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of remote e-voting i.e. Monday, March 11, 2024.



**V. M. & ASSOCIATES**

**COMPANY SECRETARIES**

403, ROYAL WORLD  
SANSAR CHANDRA ROAD  
JAIPUR—302 001 (RAJASTHAN)

Phone: 0141 - 4075010  
E-mail: cs.vmanda@gmail.com

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained/voted for lesser shares, for the resolution is being handed over to the Company Secretary.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes/Report on Postal Ballot.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Yours Faithfully

Manoj

Maheshwari

Digitally signed by  
Manoj Maheshwari  
Date: 2024.03.13  
10:37:45 +05'30'

**CS Manoj Maheshwari**

**Scrutinizer**

**M. No.: FCS 3355 | C.P. No. 1971**

**Partner**

**V. M. & Associates**

**Company Secretaries**

**(ICSI Unique Code P1984RJ039200)**

**Place: Jaipur**

**Date: March 13, 2024**

**UDIN: F003355E003574615**

Countersigned By:  
**For Banswara Syntex Ltd**

**Rakesh Mehra**  
**Chairman and Whole-time Director**  
**DIN: 00467321**