

**BOROSIL®****Borosil Limited**

(Formerly known as Hopewell Tableware Limited)

CIN : U26913MH2010PLC292722 U36100MH2010PLC292722

**Registered & Corporate Office :**1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051, India.

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September 30, 2020

<b>The DCS- CRD</b> <b>BSE Limited</b> Corporate Relationship Department 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Mumbai- 400 001	<b>National Stock Exchange of India Ltd</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051
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Dear Sirs/Madam,

**Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –Proceeding of 10<sup>th</sup> Annual General Meeting of the Company held through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) on September 29, 2020.**

**Scrip Code: 543212      Symbol: BOROLTD      Series: EQ      ISIN: INE02PY01013**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015, we hereby intimate that the 10<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, September 29, 2020 at 2:00 p.m. through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) in terms of the framework prescribed by the General Circular No. 20/2020 dated 05th May, 2020 read with General Circular No. 14/2020 dated 08th April, 2020 and also the General Circular No. 17/2020 dated 13th April, 2020 issued by Ministry of Corporate Affairs (MCA) and SEBI Circular dated 12<sup>th</sup> May, 2020 ("Circulars").

All the resolutions were passed with requisite majority through remote e-voting and e-voting during the AGM.

The summary of proceeding of the AGM is enclosed herewith.

This is for your information and records.

Thanking You

Yours faithfully,

**For Borosil Limited**

**(Formerly known as Hopewell Tableware Limited)**



**Manoj Dere**

**Company Secretary and Compliance Officer**

**Membership No. FCS 7652**



Encl.: As above

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### Summary of proceedings of the 10<sup>th</sup> Annual General Meeting (AGM) of Borosil Limited (formerly known as Hopewell Tableware Limited) held on Tuesday, September 29, 2020 at 2.00 p.m.

The 10<sup>th</sup> Annual General Meeting ('AGM') of Borosil Limited (Formerly known as Hopewell Tableware Limited) ('the Company'), was held on Tuesday, September 29, 2020 at 2.00 p.m. (IST) through Video Conferencing or Other Audio-Visual Means.

Mr. P. K. Kheruka, Chairman of the Company and Chairman of the Stakeholders Relationship Committee, chaired the meeting and after ascertaining the quorum, called the meeting to order at 2:00 p.m. The Chairman welcomed the Members to the AGM.

Four (4) Corporate Bodies/LLPs holding 21,88,935 Equity shares aggregating 1.92% of the paid-up share capital of the Company, were represented by their Authorised Representatives in terms of Section 113 of the Companies Act, 2013, through video conferencing.

82 Members (other than Corporate Bodies/LLPs) holding 1,56,46,167 Equity shares were present through video conferencing.

The Chairman informed the Members that in view of the continuing COVID-19 pandemic, and to ensure social distancing norms, the 10<sup>th</sup> Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with circulars issued by the Ministry of Corporate Affairs (MCA)/ SEBI in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman confirmed that all efforts feasible under the circumstances have indeed made by the Company, to enable the members to participate and vote on the items being considered in the meeting in terms of para (i)(A)(III) of MCA Circular dated 13<sup>th</sup> April, 2020.

The Chairman then introduced the members of the Board who were attending the meeting through Video Conferencing.

He further informed that Mrs. Anupa Sahney - Non-executive Independent Director and Chairman of Audit Committee and Nomination and Remuneration Committee of the Company was present through video conferencing. He also introduced other Directors present through video conferencing namely – Mr. Shreevar Kheruka, Mr. Rajesh Kumar Chaudhary, Mr. Naveen Kumar Kshatriya, Mr. Kewal Kundanlal Handa and Mr. Kanwar Bir Singh Anand.

The Chairman informed that Mr. Nikhil Bajaj representative of Statutory Auditors "Phatak H. D. & Associates LLP", Mr. Pradeep Pincha, Partner of Secretarial Auditor firm "Pinchaa & Co" and Mr. Virendra G. Bhatt, Scrutinizer were also attending this meeting through video conferencing.

The Chairman also informed the Members that there was no proxy facility available for this meeting, as it was dispensed by MCA while required statutory registers were available for inspection electronically.



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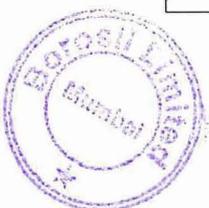
The Chairman informed that the Notice of the meeting was already sent to the members and therefore was taken as read. He mentioned that the Auditors Report as well as Secretarial Auditors Report did not contain any qualification, observation or adverse comment, hence, it was not required to read these Reports at the meeting.

The Chairman addressed the shareholders highlighting, inter-alia, the financial performance of the Company for the financial year 2019-20, implementation of Composite Scheme of Amalgamation and Arrangement, impact of Covid-19 pandemic on the business of the Company and other Initiatives taken by the Company.

Mr Manoj Dere, Company Secretary informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the meeting through e-voting platform of CDSL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Virendra G Bhatt, Practicing Company Secretaries was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and he would hand over the combined report on voting within forty eight hours of conclusion of the AGM.

The Chairman then ran through the items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM:

Item No.	Particulars	Type of Resolution	Mode of Voting
1.	Adoption of the Audited Financial Statements of the Company for the year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and Auditors thereon.	Ordinary	Through remote e-voting and e-voting during the AGM
2.	Re-appointment of Mr. Shreevar Kheruka (DIN 01802416), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Through remote e-voting and e-voting during the AGM
3.	Appointment of Mr. Shreevar Kheruka (DIN 01802416) as Managing Director and Chief Executive Officer and Key Managerial Personnel of the Company and to approve the payment of remuneration to him.	Special	Through remote e-voting and e-voting during the AGM
4.	Appointment of Mr. Rajesh Kumar Chaudhary (DIN 07425111) as a Director.	Ordinary	Through remote e-voting and e-voting during the AGM



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5.	Appointment of Mr. Rajesh Kumar Chaudhary (DIN 07425111) as Whole Time Director and Key Managerial Personnel of the Company and approve his appointment and terms of remuneration.	Special	Through remote e-voting and e-voting during the AGM
6.	Appointment of Mr. Naveen Kumar Kshatriya (DIN 00046813) as an Independent Director	Special	Through remote e-voting and e-voting during the AGM
7.	Appointment of Mrs. Anupa Rajiv Sahney (DIN 00341721) as an Independent Director.	Ordinary	Through remote e-voting and e-voting during the AGM
8.	Appointment of Mr. Kewal Kundanlal Handa (DIN 00056826) as an Independent Director.	Ordinary	Through remote e-voting and e-voting during the AGM
9.	Appointment of Mr. Kanwar Bir Singh Anand (DIN 03518282) as an Independent Director.	Ordinary	Through remote e-voting and e-voting during the AGM
10.	Authority to the Board of Directors to create charge over the assets of the company in favour of Banks and/or Financial Institutions for loans borrowed by the company pursuant to section 180(1)(a) of the companies act, 2013, up to Rs. 250 Crores.	Special	Through remote e-voting and e-voting during the AGM
11.	Approval to the payment of remuneration to Non-Executive Directors.	Special	Through remote e-voting and e-voting during the AGM
12.	Approval to the Borosil Limited Employee Stock Option Scheme 2020.	Special	Through remote e-voting and e-voting during the AGM
13.	Approval to grant of Employee Stock Options to the Employees of Subsidiary Companies of the Company under Borosil Limited Employee Stock Option Scheme 2020.	Special	Through remote e-voting and e-voting during the AGM

The Chairman then informed that the Company had provided the facility to the Members to register themselves in advance during the prescribed time given in the notice to the AGM, by sending request from their registered email ID to express their views or ask questions during the AGM. The Company had received registrations from five (5)

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members as speakers. However, only one member spoke, whose queries were replied by Mr. Shreevar Kheruka, Managing Director & CEO of the Company.

The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate the same to the stock exchanges.

The meeting concluded at 02.50 p.m. [including time allowed for e-voting at AGM].

Post completion of the Annual General Meeting, after scrutiny of the votes, the Scrutinizer submitted his Report. As per the report dated September 30, 2020 submitted by the scrutinizer, all the resolutions as set out in the Notice of the 10<sup>th</sup> AGM have been approved by the shareholders with requisite majority.

**For Borosil Limited**  
**(Formerly known as Hopewell Tableware Limited)**

  
**Manoj Dere**  
**Company Secretary & Compliance Officer**  
**Membership No. FCS 7652**

