

BHORUKA ALUMINIUM LIMITED

BAL:SEC:AGM_Voting Results:18:19/

29th September, 2018

To

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

ELECTRONIC FILING

Scrip Code: 506027

Dear Sir,

Sub: Intimation of Remote E-Voting and Poll Results at the **38th Annual General Meeting** of the Company held today i.e. **29th September, 2018** in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform that the 38th Annual General Meeting of the Company was duly held on **Saturday, 29th September, 2018 at 9:30 A.M. at Hotel Royal Inn, # 435 K.R.S.Road, Metagalli, Mysuru-570 016, Karnataka.**

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided Remote E-voting facility to the Members to vote on all the Resolutions as contained in the Notice of **38th Annual General Meeting**. The Remote E-voting was held from 9 A.M. on 26th September, 2018 to 5 P.M. on 28th September, 2018.

All the items of business as mentioned in the 38th Annual General Meeting Notice have been transacted. Based on the report of the Scrutinizer, **all the resolutions were declared as duly passed by requisite majority** by Remote e-voting and Poll at the Venue of 38th Annual General Meeting held today i.e. 29th September, 2018.

Pursuant to Regulation 44 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we enclose herewith the following documents:

1. Details of Voting Results in the specified format in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure -I**
2. Consolidated Scrutinizer's Combined Report on Remote E-voting and Poll dated 29th September, 2018 - **Annexure- II**



Registered Office : No. 427E, 2nd Floor, Hebbal Industrial Area, Mysore 570016, Karnataka, India

Phone: +91-821-2510352/2510351 Fax : +91-821-2415291, E-mail: info@bhorukaaluminium.com,

Website: www.bhorukaaluminium.com CIN : L27203KA1979PLC003442

BHORUKA ALUMINIUM LIMITED

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

Thanking you,

Yours faithfully,
For Bhorka Aluminium Limited


Raj Kumar Aggarwal
Chairman & Managing Director
DIN: 01559120



Encl : a/a

BHORUKA ALUMINIUM LIMITED
CIN: L27203KA1979PLC003442
427E, 2nd Floor, Hebbal Industrial Area
Mysore-570 016

DETAILS OF VOTING RESULTS

RESULTS OF VOTING THROUGH ELECTRONIC MEANS (E-VOTING) AND PHYSICAL BALLOT

Date of AGM	SATURDAY, 29TH SEPTEMBER 2018	
Total Number of Shareholders on Cut Off Date	7877	
No.of Shareholders present in the meeting either in person or through proxy:	Promoter and Promoter Group	4
	Public	28
No.of Shareholders present in the meeting by way of video conference:	Promoter and Promoter Group	NA
	Public	



Resolution 1	To receive, consider and adopt the Audited Balance Sheet as at 31st March 2018, the Statement of Profit and Loss, the Cash Flow Statement for the financial year ended as on that date together with 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 casted	% of votes casted on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes casted	% of votes against on votes casted
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoter Group	E-Voting	18551538	0	0.00%	0	0	0.00%	0.00%
	Poll		18551538	100.00%	18551538	0	100.00%	0.00%
	Total		18551538	100.00%	18551538	0	100.00%	0.00%
Public - Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-institutions	E-Voting	36390604	7728218	21.24%	7728218	0	100.00%	0.00%
	Poll		52394	0.14%	52394	0	100.00%	0.00%
	Total		7780612	21.38%	7780612	0	100.00%	0.00%
Total		54942142	26332150	47.93%	26332150	0	100.00%	0.00%



[Handwritten signature]

Resolution 2	To appoint a Director in place of Shri Akhilesh Kumar Pandey (holding DIN 03325271) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 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 casted	% of votes casted on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes casted	% of votes against on votes casted
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoter Group	E-Voting	18551538	0	0.00%	0	0	0.00%	0.00%
	Poll		18551538	100.00%	18551538	0	100.00%	0.00%
	Total		18551538	100.00%	18551538	0	100.00%	0.00%
Public - Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-institutions	E-Voting	36390604	7728218	21.24%	7728218	0	100.00%	0.00%
	Poll		52394	0.14%	52394	0	100.00%	0.00%
	Total		7780612	21.38%	7780612	0	100.00%	0.00%
Total		54942142	26332150	47.93%	26332150	0	100.00%	0.00%



[Handwritten signature]

Resolution 3	Ratification for the appointment of M/s. E.S. & Associates, Chartered Accountants, as Statutory Auditors of the Company.
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 casted	% of votes casted on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes casted	% of votes against on votes casted
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoters and Promoter Group	E-Voting	18551538	0	0.00%	0	0	0.00%	0.00%
	Poll		18551538	100.00%	18551538	0	100.00%	0.00%
	Total		18551538	100.00%	18551538	0	100.00%	0.00%
Public - Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-institutions	E-Voting	36390604	7728218	21.24%	7728218	0	100.00%	0.00%
	Poll		52394	0.14%	52394	0	100.00%	0.00%
	Total		7780612	21.38%	7780612	0	100.00%	0.00%
Total		54942142	26332150	47.93%	26332150	0	100.00%	0.00%



[Handwritten signature]

Resolution 4	Re-appointment of Shri Raj Kumar Aggarwal as Managing Director of the Company
Resolution required: (Ordinary / Special)	SPECIAL RESOLUTION
Whether Promoters/Promoter Group are interested in the agenda/resolution ?	YES

Category	Mode of Voting	No. of Shares held	No. of votes casted	% of votes casted on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes casted	% of votes against on votes casted
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoter Group	E-Voting	18551538	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-institutions	E-Voting	36390604	7728218	21.24%	7728218	0	100.00%	0.00%
	Poll		52394	0.14%	52394	0	100.00%	0.00%
	Total		7780612	21.38%	7780612	0	100.00%	0.00%
Total		54942142	7780612	14.16%	7780612	0	100.00%	0.00%



[Handwritten signature]

Resolution 5	Approval of Related Party Transaction under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Boruka Fabcons Private Limited
Resolution required: (Ordinary / Special)	ORDINARY RESOLUTION
Whether Promoters/Promoter Group are interested in the agenda/resolution ?	YES

Category	Mode of Voting	No. of Shares held	No. of votes casted	% of votes casted on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes casted	% of votes against on votes casted
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoter Group	E-Voting	18551538	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-institutions	E-Voting	36390604	7728218	21.24%	7728218	0	100.00%	0.00%
	Poll		52394	0.14%	52394	0	100.00%	0.00%
	Total		7780612	21.38%	7780612	0	100.00%	0.00%
Total		54942142	7780612	14.16%	7780612	0	100.00%	0.00%

1. Voting rights are in proportion to shares held as on the cut-off date i.e. 22nd September 2018

2. Based on the Consolidated Results of E-Voting and Physical Ballot Voting in respect of Item Nos. 1 to 5 of the Notice of the AGM, all the Resolutions were passed with requisite majority

Place: Mysore
Date: 29.09.2018

For Boruka Aluminium Limited



Raj Kumar Aggarwal
Chairman & Managing Director
DIN: 01559120



Scrutinizer's Combined Report on E-
Voting and Poll

BHORUKA ALUMINUM LIMITED

Scrutinizer:

Sunil B.G. & Associates
CS Sunil Kumar Billavara Govinda
Sunil B G & Associates

Company Secretaries

**#127, 2nd Floor, H.T. Main Road,
Mahadeshwaranagara Layout, 2nd Stage,
Vijayanagara, Mysuru - 570016**

Sunil B.G. & Associates

Company Secretaries

Scrutinizer's Combined Report on E-Voting and Poll

BHORUKA ALUMINUM LIMITED

To,
Shri. Rajkumar Aggarwal,
The Chairman,
38th 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 11th June, 2018 appointed me as a scrutinizer:
 - a. For Remote E-Voting Process under the provisions of Section 108 of the Companies Act, 2013 read with 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 and the Companies (Management and Administration) Amendment Rules, 2015.
 - c. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.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 38th Annual General Meeting of M/s. Boruka Aluminium Limited, held on Saturday, 29th September, 2018 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 were to be transacted at the 38th Annual General Meeting of the Company 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 DP and Client-id / Folio Number 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 Billavara Govinda, Practicing Company Secretary, submit my Consolidated Report on the Remote 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 thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the e-voting process.
6. The Company had sent out the notices to all the shareholders as on the cutoff date through e-mails as made available by DP/RTA and also had sent out the physical notices through registered post and full annual report through ordinary post. The notice was also uploaded on the website of the Bombay Stock Exchange Limited (BSE) and website of the Company.

Page 1 of 5

Office: #127, 2nd Floor, H.T. Main Road, Mahadeshwaranagara Layout, 2nd Stage, Vijayanagara, Mysuru – 570016
Mobile: 9945653732 Landline: 0821-4851012 Email: acs.sunil@gmail.com



Sunil B.G. & Associates

Company Secretaries

- The cutoff date for this purpose was fixed to be Saturday, the 22nd September, 2018 and as per the aforesaid Rules, the Remote E-Voting was kept open for three days i.e. from Wednesday, the 26th September, 2018 (9.00 A.M.) to Friday, the 28th September, 2018 (5:00 P.M.).
- As prescribed by the Rules, the Company also published an advertisement on 19th September 2018; 7 days in advance prior to the date of beginning of the voting period in Business Line (English) and Prajanudi (Kannada) and the advertisement contained all the necessary information.
- At the end of voting period i.e., on Friday, 28th September 2018 (5:00 P.M.), the voting facilities were unblocked forthwith. The votes were unblocked by me in the presence of witnesses as mentioned below as prescribed in the above mentioned rules.

Details of un-blocking:

DETAILS OF UNBLOCKING THE E-VOTING EVENT	
Date of beginning of the e-voting	26 th September 2018 at 9:00 a.m.
Date of closing of the e-voting	28 th September 2018 at 5:00 p.m.
Date of unblocking the e-voting results	28 th September 2018 at 06:15 p.m.
Details of the person unblocking the votes	CS Sunil Kumar Billavara Govinda, in the capacity of Scrutinizer
Witnesses present during the unblocking of vote	*Mr. Anil Kumar G. and Mrs. Namitha H. P.

*Who are not in employment of the Company

Poll Process:

- On the day 29th September, 2018 at the Annual General Meeting, the Chairman announced the Poll and the same was carried out with due diligence and care in my presence.
- 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.
- 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.
- There was no polling paper which was incomplete or found defective.
- 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:

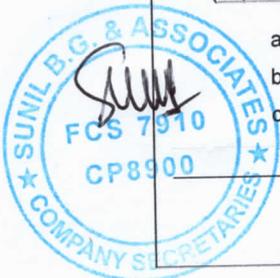
DETAILS OF UNBLOCKING	
Date of unblocking	29 th September 2018
Details of the person unblocking the votes	CS Sunil Kumar Billavara Govinda, in the capacity of Scrutinizer
Witnesses present during the unblocking of vote	Mr. Anil Kumar G and Mrs. Namitha H.P.

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

- Certificate / Result Generation
- Dash Board Report indicating Ballots received, votes cast in favour / against / abstain for each resolution
- Votes Cast Register containing list of shareholders casting the vote on each of the above resolutions

Page 2 of 5

Office: #127, 2nd Floor, H.T. Main Road, Mahadeshwaranagara Layout, 2nd Stage, Vijayanagara, Mysuru – 570016
Mobile: 9945653732 Landline:0821-4851012 Email: acs.sunil@gmail.com



Sunil B.G. & Associates

Company Secretaries

- d. Top 50 shareholders who have cast vote in favor 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:

DETAILS OF THE TOTAL VOTES CASTED BY E-VOTING		
Total number of members who cast their votes through e-voting	Total number of shares held by them	Total number of Valid votes
15	7728218	As mentioned below in detail against each of the resolutions.

DETAILS OF THE TOTAL VOTES CASTED IN POLL PROCESS		
Total number of members who cast their votes through poll	Total number of shares held by them	Total number of Valid votes
30	18603932	As mentioned below in detail against each of the resolutions.

DETAILS OF THE TOTAL VOTES			
Particulars	No. of Votes Cast	% age	Invalid Votes
E-Voting	7728218	100 %	NIL
Poll Process	18603932	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 2018, the Statement of Profit and Loss, the Cash Flow Statement for the financial year ended as on that date together with the Reports of the Board of Directors and Auditors thereon.							
As an Ordinary Resolution	E-Voting	7728218	100 %	0	0%	0	0
	Poll	18603932	100%	0	0%	0	0
	Total	26332150	100%	0	0%	0	0
Item No. 2: To appoint a Director in place of Shri Akhilesh Kumar Pandey (holding DIN 03325271) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.							
As an Ordinary Resolution	E-Voting	7728218	100 %	0	0%	0	0
	Poll	18603932	100%	0	0%	0	0
	Total	26332150	100%	0	0%	0	0



Sunil B.G. & Associates

Company Secretaries

Item No. 3: Ratification for the appointment of M/s. E.S. & Associates, Chartered Accountants, as Statutory Auditors of the Company.

As an Ordinary Resolution	E-Voting	7728218	100 %	0	0%	0	0
	Poll	18603932	100%	0	0%	0	0
	Total	26332150	100%	0	0%	0	0

Item No. 4: Re-appointment of Shri Raj Kumar Aggarwal as Managing Director of the Company

As a Special Resolution	E-Voting	7728218	100 %	0	0%	0	0
	Poll	52394	100%	0	0%	0	0
	Total	7780612	100%	0	0%	0	0

*1,85,51,538 Shares held by 4 shareholders (Promoters / Promoter group) abstained themselves from voting due to interested party and same is not counted as against or invalid

Item No. 5: Approval of Related Party Transaction under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Bhuruka Fabcons Private Limited

As an Ordinary Resolution	E-Voting	7728218	100 %	0	0%	0	0
	Poll	52394	100%	0	0%	0	0
	Total	7780612	100%	0	0%	0	0

*1,85,51,538 Shares held by 4 shareholders (Promoters / Promoter group) abstained themselves from voting due to interested party and same is not counted as against or invalid

17. Thus, all the above resolutions (Ordinary / Special) are passed with requisite majority.

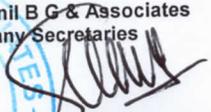
18. Details of the voting along with the particulars of name, address, folio number / client id number and nominal value of shares held has been recorded in a Register maintained for the purpose.

19. 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.

20. The results may be declared accordingly.

Thanking you,

For Sunil B G & Associates
Company Secretaries


CS Sunil Kumar Billavara Govinda
Practicing Company Secretary
Proprietor
Membership No.: F7910
COP: 8900

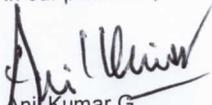
Date of Signing: 29th September 2018

Place of Signing: Mysuru

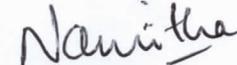
Sunil B.G. & Associates

Company Secretaries

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


Anil Kumar G

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


Namitha H. P.

#662, 5th cross, 2nd Stage,
Hebbal, Mysuru – 570017,
Mysuru - 570007

Date of Signing: 29th September 2018

Place of Signing: Mysuru