

**Ref.: -BSHSL/NSE/2020-21/PostalBallotResults****Date : February 11,2021**

To,
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E) Mumbai - 400 051

Sub : Submission of Proceedings alongwith Scrutinizer's Report and Voting Results for The Postal Ballot.**Script Symbol : BSHSL**

We would like to inform the exchange that pursuant to regulation 30 of SEBI (Listing Obligation & Disclosure Requirements) 2015 , We are herewith enclose Proceeding of Postal Ballot conducted through Remote E Voting for obtaining approval of Shareholders for the following transactions :

- (i) To Enhance the Borrowing Limits Of The Company
- (ii) To Appoint Statutory Auditor to Fill Casual Vacancy
- (iii) To Approve Material Related Party Transactions

Further, Pursuant to regulation 44 (3) of SEBI (Listing Obligation & Disclosure Requirements) 2015, we have also enclosed herewith voting results alongwith Scrutinisers Report for the Postal Ballot.

Board of Directors of the Company at their meeting held on Saturday, January 09,2021 had appointed CS Vijay Anadkat, Practicing Company Secretaries as a Scrutinizer for the purpose of conducting and Scrutinising the remote e-voting of Postal Ballot. The copy of the report received from scrutinizer is also enclosed herewith.


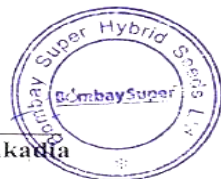
We further wish to inform that based on scrutinizer's report, the resolution set out in the notice of the Postal Ballot has been duly approved by the shareholders with requisite majority.

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

Thanking You.

Yours Faithfully,

For, Bombay Super Hybrid Seeds Limited

Mr. Arvindkumar J Kakadia
Managing Director
(DIN : 06893183)



SUMMARY OF THE PROCEEDINGS RELATING TO RESULTS DECLARED ON THURSDAY, FEBRUARY 11, 2021 FOR THE VOTING BY POSTAL BALLOT (REMOTE E VOTING) CONDUCTED PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, ON THE SPECIAL RESOLUTION DATED WEDNESDAY, FEBRUARY 10, 2021 BY THE SHAREHOLDERS OF BOMBAY SUPER HYBRID SEEDS LIMITED.

PRESENT :

Mr. Arvindkumar Kakadia	Chairman & Managing Director (Duly authorize to act as Chairman in the Meeting & to declare Postal Ballot Result)
Mr. Kiritkumar Kakadia	– Whole Time Director
Mr. Jadavjibhai Patel	– Executive Director
Mr. Kishorbhai Patel	– Executive Director
Mr. Hemang Baxi	– Executive Director
Mr. Dharmeshbhai Chotai	– Independent Director
Mr. Dineshchandra Sakariya	– Independent Director
Mrs. Naynaben Kapuriya	– Independent Director
Ms. Mona Rathod	- Company Secretary & Compliance Officer

Mr. Arvindkumar Kakadia , Managing Director of the Company , duly authorized for the purpose of declaring the Postal Ballot Result stated in Postal ballot Notice dated Saturday , January 09,2021. , The Board of Directors of the Company, at their meeting held on Saturday , January 09,2021, appointed Mr. Vijay Anadkat, Company Secretary in Practice (CP No. 12051), as the Scrutinizer for conducting the postal ballot/e-voting process in fair and transparent manner. The Scrutinizer has submitted their report to the Chairman of the Company after the completion of the scrutiny of the E voting. The results was declared on Thursday, February 11, 2021 at the Registered Office of the Company in presence of Chairman.

pursuant to Section 110 of the Companies Act, 2013, as amended (hereinafter referred to as the “Act”) read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), General Circular No. 17/2020 dated April 13, 2020 issued by Ministry of Corporate Affairs, Government of India and pursuant to other applicable laws and regulations, Chairman has placed the record of Compliances made in provision with requisite Regulations of the Act.

- (1) The Board of Directors of the Company, at their meeting held on Saturday, January 09,2021, appointed Mr. Vijay Anadkat, Company Secretary in Practice (CP No. 12051), as the Scrutinizer for conducting the postal ballot/e-voting process
- (2) The voting period was commenced on Tuesday, January 12, 2021 at 9 a.m. (9.00 hours IST) and concluded on the Wednesday, February 10, 2021 at 5.00 p.m. (17:00 hours IST). During this period members of the company, holding shares as on the cut-off date i.e. January 08,2021 , were allowed to cast their vote electronically. The e-voting module was disabled by CDSL for voting thereafter.
- (3) The Company has announced The dispatch of Postal Ballot Notice through an advertisement in at least 1 (one) English newspaper and at least 1(one) in Gujarati newspaper, each having wide circulation in the State of Gujarat, where the registered office of the Company is situated.

The Scrutiniser Mr. Vijay Anadkat had submitted the Scrutiniser’s report to the Chairman on Thursday ,February 11,2021. Details of Voting pertaining to the aforesaid resolutions provided in postal ballot Notice Dated January 09,2021 is as under :

RESULTS OF POSTAL BALLOT (REMOTE E-VOTING) PURSUANT TO REGULATION 44 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Date of the Postal Ballot Resolution	February 10,2021
Total number of shareholders on record date	500
Cut Off for E Voting	January 08,2021
E Voting Start Date	January 12,2021
E Voting End Date	February 10,2021
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	NA
Public	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	NA
Public	NA

AGENDA- WISE DISCLOSURE

ITEM NO. : 1 To Consider and approve Enhancement in the Borrowing Limits Of The Company :

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			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	7674528	7674528	0	7674528	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	7674528	7674528	0	7674528	0	100%	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1907082	1907082	0	1907082	0	100 %	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	1907082	1907082	0	1907082	0	100%	0
Total		9581610	9581610	0	9581610	0	100%	0

ITEM NO. : 2 To Consider and approve Appointment Of M/S. R.N.Vekariya & Associates As Statutory Auditor Of The Company To Fill Casual Vacancy Caused By Resignation Of M/S. Mukund V. Mehta & Co.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			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	7674528	7674528	0	7674528	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	7674528	7674528	0	7674528	0	100%	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1907082	1907082	0	1907082	0	100 %	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	1907082	1907082	0	1907082	0	100%	0
Total		9581610	9581610	0	9581610	0	100%	0

ITEM NO. : 3 To Consider and approve Material Related Party Transactions with M/s. Upsurge Seeds of Agriculture Ltd.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1907082	1907082	0	1907082	0	100 %	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	1907082	1907082	0	1907082	0	100%	0
Total		1907082	1907082	0	1907082	0	100%	0

Note :

19 Nos. of Poll aggregating to 7674528 Shares have not been considered as were casted by the Promoter and Promoter Group.



VIJAY ANADKAT & ASSOCIATES

Practicing Company Secretaries

SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED THROUGH REMOTE E-VOTING

Dear Sir,

I, Vijay B. Anadkat, Proprietor of M/s. Vijay Anadkat & Associates, Practicing Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **Bombay Super Hybrid Seeds Limited** for scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice dated January 9th, 2021 in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April 2020 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA,") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"] on the resolutions as set-out in the notice of Postal Ballot.

I submit my report as under:

- 1) The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to **COVID - 19** pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducted through electronic means.
- 2) The Company has availed the e-voting facility offered by Central Depository Services (INDIA) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company and it has provided a system for recording the votes of the shareholders electronically.



- 3) My responsibility as **Scrutinizer** is restricted to make **Scrutinizers' Report** of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.
- 4) Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, January 8th, 2021 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated January 9th, 2021, through remote e- voting only.
- 5) The remote e-voting period commenced from Tuesday, January 12th, 2021 (09.00 A.M.) and ended on Wednesday, February 10th, 2021 (5.00 P.M.) at the e-voting Platform on the designated website of by Central Depository Services (INDIA) Limited (CDSL) i.e. ([http://www. https://www.evotingindia.com](http://www.evotingindia.com)). E-voting facility was blocked thereafter.
- 6) Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from Central Depository Services (India) Limited as on the Cut-off date i.e. January 8th, 2021 and whose e-mail IDs was available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member. However, the Company has also given an additional opportunity to its members to update their credentials with the Company through a public notice dated 11th January, 2021. Further the Company vide the Postal Ballot notice dated January 9th, 2021, had also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company.
- 7) As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, on Monday, January 11, 2021, public notices were published by the Company in Financial Express ('English Newspaper') and in Sanj Samachar ('Gujarati Newspaper') informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite document.
- 8) I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by Central Depository Services (INDIA) Limited (CDSL) through its designated website.



- 9) After completion of e voting, votes casted by the members, were unblocked by me in the presence of two witnesses, Mr. Yashraj H. Pancholi & Mr. Ravi P. Lakhwani who are not in the employment of the Company.
- 10) The remote e-voting report downloaded from the website of CDSL have been kept separately for the purpose of postal ballot.
- 11) Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
- 12) The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.
- 13) After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

SPECIAL BUSINESS

Resolution No.1

TO ENHANCE THE BORROWING LIMITS OF THE COMPANY (SPECIAL RESOLUTION)

Particulars	Remote e-votes		Total		Percentage(%)
	Number	Votes	Number	Votes	
Assent	60	9581610	60	9581610	100
Dissent	0	0		0	0
Abstain	0	0			
Total	60	9581610	60	9581610	100

- 1) The electronic data and all other relevant records relating to the e-voting have been handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes.



ORDINARY BUSINESS

Resolution No. 2

APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY (ORDINARY RESOLUTION)

Particulars	Remote e-votes		Total		Percentage(%)
	Number	Votes	Number	Votes	
Assent	60	9581610	60	9581610	100
Dissent	0	0		0	0
Abstain	0	0			
Total	60	9581610	60	9581610	100

- 1) The electronic data and all other relevant records relating to the e-voting have been handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes.

Resolution No. 3

APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS (ORDINARY RESOLUTION)

Particulars	Remote e-votes		Total		Percentage(%)
	Number	Votes	Number	Votes	
Assent	41	1907082	41	1907082	100
Dissent	0	0		0	0
Abstain	0	0		0	0
Total	41	1907082	41	1907082	100

- 1) The electronic data and all other relevant records relating to the e-voting have been handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes.
- 2) 19 Nos. of Poll aggregating to 7674528 Shares have not been considered as were casted by the Promoter and Promoter Group.

Date: 11/02/2021

Place: Rajkot

FOR, VIJAY ANADKAT & ASSOCIATES
PRACTICING COMPANY SECRETARIES



V. B. Anadkat
CS VIJAY ANADKAT
MEM NO: A32795 COP: 12051
UDIN: A032795B002779550

Annexure A

The e-votes cast on resolutions stated in the notice of Postal Ballot of **BOMBAY SUPER HYBRID SEEDS LIMITED** were unblocked in our presence. We are not in the employment of the Company:

Witnesses:

- 1) Name & Address: Yashraj H. Pancholi
"Yash - Kruti", 6 - Nalanda Bungalows, 6 - Pragati
Society, Raiya Road, Rajkot - 360007.

Signature:



- 2) Name & Address: Ravi P. Lakhwani
Block No. 86, Aaryaland Residency, Opp. Shyamal
Skylife, Jivraj Park Main Road, Rajkot - 360005.

Signature:

