

24th December, 2020

Scrip Code: 532290/BLBLIMITED
ISIN No.: INE791A01024

To,
The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

To,
The Manager (Listing)
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai-400 051

Subject : *Minutes of Postal Ballot*

Sir/Ma'am,

In furtherance of our intimation dated 07th December, 2020, with respect to disclosure of Voting results of Postal Ballot, please find herewith duly signed copy of minutes of Postal Ballot.

We request you to kindly take the above on record.

For **BLB LIMITED**

**VARSHA
YADAV**

Digitally signed by VARSHA YADAV
DN: cn=N, st=Uttar Pradesh,
2.5.4.2016072402761cc108108e568ae42abdfb1
807225926797a13a9640b446a1e1,
postalCode=201206, streetName=ro-35 khata
shyamendave-1, dn=shahpur road, munsiragar,
serialNumber=20577181334510cc3135006e170daef
365481c1c2443717196571da88008, o=Personal,
cn=VARSHA YADAV,
pkcs10Name=942a33b850382a042f6a7fe330009
Date: 2020.12.24 14:54:44 +05'30'

**(VARSHA YADAV)
COMPANY SECRETARY**

Encl: a/a

BLB Limited

CIN : L67120DL1981PLC354823
Corporate Member : NSE

Registered Office : H.No. 4760-61/23, 3rd Floor, Ansari Road, Darya Ganj, New Delhi-110 002 Tel : 011-49325600

Website : www.blblimited.com, Email : infobl@blblimited.com

MINUTES OF THE PROCEEDING RELATING TO THE RESULTS OF POSTAL BALLOT VOTING (INCLUDING E-VOTING) OF M/S. BLB LIMITED HAVING ITS REGISTERD OFFICE AT H. NO. 4760-61/23, 3RD FLOOR, ANSARI ROAD, DARYAGANJ, NEW DELHI- 110002 DECLARED ON MONDAY, DECEMBER 07, 2020

PRESENT IN PERSON:

BRIJ RATTAN BAGRI : CHAIRMAN
ANSHUL MEHRA : EXECUTIVE DIRECTOR

IN ATTENDANCE

VARSHA YADAV : COMPANY SECRETARY

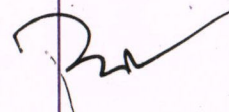
Sh. Brij Rattan Bagri, Chairman of the Company authorized, Mr. Anshul Mehra, Executive Director of the Company to declare Postal Ballot Result.

With the permission of Chairman, Mr. Anshul Mehra, Executive Director stated that the Company had dispatched the Notice of Postal Ballot dated November 05, 2020 in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and in accordance with the guidelines provided by the Ministry of Corporate Affairs (hereinafter referred as "MCA") for conducting Postal Ballot process through e-voting vide General Circular No. 14/2020, 17/2020, 20/2020, 22/2020 and 33/2020 ("hereinafter referred as "the MCA Circulars") issued on April 08, 2020, April 13, 2020, May 05, 2020, June 15, 2020 and September 28, 2020 respectively for obtaining the consent from shareholders of the Company on the following Resolution(s) through Postal Ballot only by way of Electronic Voting:

S. No.	Subject of the resolution	Type of resolution
1	Alteration of Object clause and Liability clause of Memorandum of Association of the Company.	Special Resolution
2	Adoption of new set of Articles of Association of the company as per companies act, 2013 and rules made thereunder.	Special Resolution

The Company had completed the dispatch of Notice of Postal Ballot dated November 05, 2020 containing the proposed Special Resolutions along with the explanatory statement through permitted mode(s) on November 06, 2020 to Members of the Company, whose names appeared on the Register of Members / List of Beneficial Owners as on Friday, October 30, 2020 (i.e. cut-off date). The company had sent notice of Postal Ballot and e-voting details by e-mail to those shareholders whose e-mail IDs were registered with the Company / RTA. For those Members whose e-mail addresses were not registered with company/RTA, dispatch of notice of postal ballot along with the postal ballot forms and the self-addressed postage stamped Envelope in physical form were not sent separately by permitted mode in view of the MCA circulars. Accordingly, Postal Ballot Notice dispatched to the members on Friday, 06th November, 2020 via email.

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Further, in compliance with the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and any other applicable provisions, if any, the Company had also availed the E-Voting facility offered by NSDL for conducting e-Voting by the members of the Company.

The Board of Directors through a resolution passed at the Board Meeting held on November 05, 2020 had appointed Mr. Rupesh Agarwal (Membership No. 16302), Managing Partner and failing him, Mr. Shashikant Tiwari (Membership No. 28994) Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

The Scrutinizer was to submit his final report after completion of the scrutiny of the Postal Ballot voting done through Remote e-voting to the Chairman (or to any Director of the Company or such other person authorized by the Chairman).

Mr. Anshul Mehra stated that after due scrutiny of all the e-voting done for Postal Ballot Forms up to close of working hours on Sunday, December 06, 2020, 05:00 P.M. (IST), Mr. Shashikant Tiwari (Membership No. 28994) the scrutinizer submitted a report dated Monday, December 07, 2020.

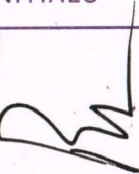
Mr. Anshul Mehra then received, accepted the Scrutinizer's Report and thereafter declared the results of the Postal Ballot done through e-voting on the Resolution(s) as set out in the aforesaid Notice and considered by the members of the Company through Postal Ballot as under:

1. ALTERATION OF OBJECT CLAUSE AND LIABILITY CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 4, 13, 15 of the Companies Act, 2013 (hereinafter referred as "the Act") and all other applicable provisions, if any and read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s), Clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) (hereinafter referred as "the rules") and subject to such other approval(s), permissions and sanctions of Registrar of Companies, and other competent authorities, departments or bodies as and to the extent necessary under the provisions of the said Act or under any other law for the time being in force, consent of the members of the Company be and is hereby accorded for effecting the following alterations in the existing Memorandum of Association (the "MOA") of the Company by substitution / deletion of certain clauses in the following manner:

- (i) The existing heading of Clause III (A) be substituted by the new heading titled as **"The Main Objects to be pursued by the Company on its incorporation are as under"**
- (ii) The Clause III (A) of the MOA be altered by amending the existing sub-clause(s) as follows:

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a. To replace the existing sub-clauses 1 and 2 with the following sub-clause 1:

(1) *To carry on the business as principal, stockiest, brokers, sub brokers, trader, clearing and forwarding agent, member, client, franchisee, authorized person, seller, buyer, writer, holder, dealer, channel partners, Securities Lending and Borrowing or otherwise for buying and selling shares, debentures, bonds, units, certificates, warrants, Global Depository Receipts, American Depository Receipts, other Depository Receipts, including securities of any of Government, Local Authority and other form of tradable securities / instruments including any forwards, futures, options, swaps, spots contract thereof etc. in various stock exchange(s) in India and abroad through digital exchanges platforms or international market, including trading in them and to obtain membership/dealership of such stock exchange(s), situated in India and abroad directly or through subsidiaries/ Joint Venture(s) or other permissible mode.*

b. To insert the following sub-clauses 2, 3, 4 and 5 after the newly substituted sub-clause 1:

(2) *To carry on the business as principal, stockiest, brokers, sub brokers, trader, clearing and forwarding agent, member, client, franchisee, seller, buyer, procure, writer, holder, dealer, channel partners, Securities Lending and Borrowing or otherwise for buying and selling Commodity derivatives, Agri and Non- Agri Commodities, bullions, jewellery, metals, oils, cottons, grains, spices etc. for self or for clients and procuring, buying or selling any forwards, futures, options, swaps, spots in physical market, digital exchanges platforms or international market etc. and any other form of tradable contracts, commodities in various commodity exchange(s) in India and abroad, including trading in them and obtain membership / dealership of such Commodity exchange(s) directly or through subsidiaries/ Joint Venture(s) or other permissible mode.*

(3) *To invest, sell, acquire by subscription, purchase, participation, in syndicate, trade, exchange, surrender, extinguish, relinquish, acquire, undertake, underwrite, hold, auction, convert or otherwise and to hold and deal in negotiable instruments, hedge instruments, premium notes, treasury bills, obligations, inter corporate deposits, call money deposits, public deposits, commercial papers, money market securities, marketable or non- marketable securities, securities, derivatives, instruments and securities issued or granted, guaranteed or given by any company, whether incorporated in India or abroad, including securities of any of Government, semi government, Local Authority, public sector undertakings, corporations, co-operative societies, trusts, funds, state, Dominion sovereign ruler, commissioner, public body, authority, municipal, local or otherwise and other organizations/ entities persons to acquire and hold controlling and other interests in the securities or loan capital of any issuer, company or companies and to exercise and enforce all rights and powers conferred by the same which are incidental to the ownership thereof.*

(4) *To carry on business of Import, Export, manufacturing, processing, packing, repacking, trading, purchase, sale, distributor, stockiest, processors, dealers, hedgers, to act as mercantile agents, clearing and forwarding agents, brokers, consignors, consignees, conversion agents, etc. in agri and non agri commodities, bullions, jewellery, metals, oils, spices, grains, pulses etc within India or abroad.*

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(5) *To engage in and carry on anywhere in India or abroad the business of storage, warehousing, cold storage etc of Agri and Non Agri Commodities, metals, bullions etc. by acquiring or by taking on lease, for own use or for the use of others for charges, undertaking business of Agri or Non Agri Commodity processing units, marketing, retailing, packing activities, undertaking transportation and carriage of goods and Commodities (Agri or Non agri) etc., and to acquire or take on lease land for agricultural activities, for and in the interest of the Company.*

c. To replace the existing sub-clauses 3, 4 and 6 with the following sub-clause 6, 7 & 8:

(6) *To act as depository participant with any equity or commodities depository(ies) and to act as a member of any clearing corporation, in India and abroad, in accordance with law, rules and regulations, thereof.*

(7) *To provide services to Foreign Portfolio Investors, foreign institutional investors, financial institutions, Life Insurance Corporation of India, Unit Trust of India, Non-Resident Indians, foreign investors, individual investors and such other organizations, public sector undertakings, industrial houses, banks, mutual funds, other corporate and non-corporate sector/organizations for their investments; portfolio management, study and analysis of financial statements of various corporate and non-corporate sector/organizations and to advise on their shares and stock holding and act as their agents, consultants and broker.*

(8) *To act as Merchant Banker, Lead Manager, Portfolio Manager, Advisor, Underwriter, Registrar and Transfer Agent to the issue, Research Entity, Investment Advisor or any other permissible financial activities as an expert or advisor as permitted in law.*

d. To rearrange the serial number of existing sub-clauses from 3, 4 and 6 to 6, 7 and 8 respectively

e. To delete the existing sub-clause 5 permanently.

(iii) The existing heading of Clause III (B) be substituted by the new heading titled as **“Matters which are necessary for furtherance of the objects specified in Clause III (A) are”**

(iv) Further, Clause III (B) of the MOA be altered by substituting existing sub-clause(s) 1 to 39 with the new sub-clause(s) 1 to 37.

(v) The existing Clause III (C) comprising clauses 1 to 59 be deleted permanently.

(vi) The existing Clause IV of the MoA be substituted with the following clause:

“The Liability of members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.”

RESOLVED FURTHER THAT the words 'Companies Act, 1956' in the existing MOA shall be substituted with the words 'Companies Act, 2013', wherever required and reference to various Sections of the Companies Act, 1956 in the existing MOA, be replaced with the reference to the corresponding Sections of the Companies Act, 2013.



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REGD.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall deem to include any of its duly constituted Committee) be hereby authorized to file necessary e-forms with Registrar of Companies, Delhi & Haryana and to do all such acts, deeds, filings, matters and things as it may in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company and execute all such deeds, documents, instruments, applications, returns and writings as may be necessary, proper, desirable or expedient.”

The summarized detail of voting (remote E-voting) on above **Special Resolution** as per Scrutinizer’s Report is given hereunder. The Resolution was passed by Members with requisite majority. The voting result in respect of this item is given below:

	Particulars	E-Voting		Physical Ballot		Total	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	96	47115977	N.A.	N.A.	96	47115977
Less:	Total No. of Members & Invalid/ Rejected Votes	0	0	N.A.	N.A.	0	0
Less:	Total No. of Members & Votes not exercise/ partially exercised	0	0	N.A.	N.A.	0	0
	No of Valid Votes Cast	96	47115977	N.A.	N.A.	96	47115977

Res. No. 1	E-VOTING		PHYSICAL BALLOT		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them	
Favour	82	47102216	N.A.	N.A.	82	47102216	99.97
Against	14	13761	N.A.	N.A.	14	13761	0.03
Total	96	47115977	N.A.	N.A.	96	47115977	100.00

Mr. Anshul Mehra, based on the above results as provided by the Scrutinizer, declared that the item no. 1 as set out as Special Resolution in the Postal ballot Notice is carried out with the requisite majority by the members of the Company through Postal Ballot by way of Electronic Voting on December 06, 2020.

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2. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY AND AS PER COMPANIES ACT, 2013 AND RULES MADE THEREUNDER

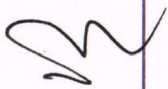
“RESOLVED THAT pursuant to the provisions of Section 5, 14, 15 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment thereof, for the time being in force), the consent of the members be and is hereby accorded to adopt the new set of Articles of Association having Article No. 01 to 112 in substitution, and to the entire exclusion of the existing set of Articles of Association.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall deem to include any of its duly constituted Committee) be hereby severally authorized to file necessary e-forms with Registrar of Companies, Delhi & Haryana and to do all such acts, deeds, filings, matters and things as it may in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company and execute all such deeds, documents, instruments, applications, returns and writings as may be necessary, proper, desirable or expedient.”

The summarized detail of voting (remote E-voting) on above **Special Resolution** as per Scrutinizer’s Report is given hereunder. The Resolution was passed by Members with requisite majority. The voting result in respect of this item is given below:

	Particulars	E-Voting		Physical Ballot		Total	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	96	47115977	N.A.	N.A.	96	47115977
Less:	Total No. of Members & Invalid/ Rejected Votes	0	0	N.A.	N.A.	0	0
Less:	Total No. of Members & Votes not exercise/ partially exercised	0	0	N.A.	N.A.	0	0
	No of Valid Votes Cast	96	47115977	N.A.	N.A.	96	47115977

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Res. No. 2	E-VOTING		PHYSICAL BALLOT		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them	
Favour	82	47102216	N.A.	N.A.	82	47102216	99.97
Against	14	13761	N.A.	N.A.	14	13761	0.03
Total	96	47115977	N.A.	N.A.	96	47115977	100.00

Mr. Anshul Mehra, based on the above results as provided by the Scrutinizer, declared that the item no. 2 as set out as Special Resolution in the Postal ballot Notice is carried out with the requisite majority by the members of the Company through Postal Ballot by way of Electronic Voting on December 06, 2020.

Thereafter, Mr. Anshul Mehra directed the Company Secretary for the following:

- a. To intimate the result of the Postal Ballot process to the Stock Exchanges, namely National Stock Exchange of India & BSE Ltd.
- b. To upload the same on the Notice Board of the Company at the Registered Office and the Corporate Office, and on Company's website and also on the website of Abhipra Capital Limited.


(BRIJ RATTAN BAGRI)
CHAIRMAN

Date : 24/12/2020
Place: NEW DELHI

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