

December 17, 2019

**BSE Limited**

Corporate Relationship Department,  
Phiroze Jeejebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**SCRIP CODE: 503960****National Stock Exchange of India Limited**

Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

**SCRIP CODE: BBL**

Dear Sir / Madam,

**Sub: Scrutinizer's Report pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015]**

Enclosed herewith the copy of Scrutinizer's Report pertaining to the Postal Ballot process (including e-voting) for passing the following Special Resolution:

1. Re-appointment and Remuneration of Mr. Shome N. Danani (DIN 00217787) as Whole-time Director, designated as "Executive Director" of the Company for a further period of five (5) consecutive years, with effect from January 28, 2020 to January 27, 2025;

Please note the said Special Resolution has been passed by the Members of the Company with requisite majority.

Post-closing of voting period at 05.00 p.m. (IST) on December 17, 2019, the Scrutinizer has submitted his Report on the Results of the Postal Ballot (including remote e-voting) on December 17, 2019.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on December 17, 2019. You are requested to take the aforementioned information on your record.

Thanking you,

Yours sincerely,  
**For Bharat Bijlee Limited**



**Durgesh N. Nagarkar**  
**Company Secretary & Senior General Manager,**  
**Legal**





**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015]

To,  
Chairman,  
**BHARAT BIJLEE LIMITED,**  
Electric Mansion,  
6<sup>th</sup> Floor Appasaheb Marathe Marg,  
Prabhadevi, Mumbai – 400025

Dear Sir,

1. I N. L Bhatia, Partner, M/s **N L Bhatia & Associates**, Practicing Company Secretaries (UIN: P1996MH055800) of Mumbai have been appointed as the Scrutinizer by the Board of **BHARAT BIJLEE LIMITED**(the Company) at its meeting held on October 23, 2019 for scrutinizing the Postal Ballot process (including e-voting) for passing the following Special Resolution:

**SPECIAL BUSINESS:**

- **RE-APPOINTMENT AND REMUNERATION OF MR. SHOME N. DANANI (DIN 00217787) AS WHOLE-TIME DIRECTOR, DESIGNATED AS "EXECUTIVE DIRECTOR" OF THE COMPANY FOR A FURTHER PERIOD OF FIVE (5) CONSECUTIVE YEARS, WITH EFFECT FROM JANUARY 28, 2020 TO JANUARY 27, 2025:**
2. I have given my consent to act as Scrutinizer vide letter dated October 14, 2019. at the meeting of the Board of the Company, October 23, 2019 and Mr. Durgesh N. Nagarkar, Company Secretary and Senior General Manager, Legal, was made responsible for the entire postal ballot process and was authorized to do all things and to take all incidental and necessary steps smooth conduct of the entire process relating to the voting by Postal Ballot including e-voting.



3. The Company has extended the facility of e-voting to the shareholders who have registered their e-mail address with the Company, by tying up with Link Intime India Private Limited e-voting facility.
4. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on Link Intime India Private Limited e-voting Website after the close of e-voting period i.e. 5:00 P.M. IST on December 17, 2019.
5. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
6. Scrutiny of ballots commenced on Monday, November 18, 2019 in my presence and continued till Tuesday, December 17, 2019.
7. The postal ballot forms were duly opened in the presence of my representatives and scrutinized and the share holdings were matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on **Friday, October 25, 2019 (Cut-off Date)**.
8. Particulars of all the postal ballot forms received from the Members have been entered in the Register.
9. All Postal Ballot Forms received before the close of the working hours and e-voting cast up to 5.00 P.M. IST on December 17, 2019, the last date and time fixed by the Company for receipt of votes, were considered for my scrutiny.
10. Envelopes containing postal ballot forms received thereafter were not considered.
11. I have not found any defaced or mutilated ballot paper.
12. With reference to the above I submit my Report as under:
13. The Company **completed on Wednesday, November 13, 2019** dispatch to the Members of the Company, whose names were appearing on the Register of Members or List of Beneficiaries as supplied by the depositories as on **Friday, October 25, 2019 (Cut-off Date)**, the postal ballot along with Notice dated October 23, 2019 ("the said Notice") containing the text of the resolution and Explanatory Statement and self addressed prepaid business reply envelope by speed post.



The Company's issued, subscribed and paid up equity capital is as under:

Particulars	Amount
56,51,560 Equity shares of Rs. 10/- each	Rs. 5,65,15,600/-

The result of the scrutiny is as under:

### RESOLUTION

- **RE-APPOINTMENT AND REMUNERATION OF MR. SHOME N. DANANI (DIN 00217787) AS WHOLE-TIME DIRECTOR, DESIGNATED AS "EXECUTIVE DIRECTOR" OF THE COMPANY FOR A FURTHER PERIOD OF FIVE (5) CONSECUTIVE YEARS, WITH EFFECT FROM JANUARY 28, 2020 TO JANUARY 27, 2025:**

### **VOTES CAST:**

	Number of Members (e-voting and Postal Ballot)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	96	24,90,325	99.93
(ii) Voted against the resolution	12	1743	0.07

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	-	-



14. In view of the above scrutiny, I hereby certify that the Resolution has been passed with requisite majority.
15. I have today handed over the Postal Ballot forms and other relevant papers/ register and records for safe custody of Mr. Durgesh N. Nagarkar, Company Secretary and Senior General Manger, Legal, who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of voting by Postal Ballot.

**For M/s N.L. Bhatia & Associates  
Practicing Company Secretaries  
UIN: P1996MH055800**



*N. L. Bhatia*

**N. L. Bhatia  
Managing Partner  
Scrutinizer  
CP No: 422  
FCS No: 1176**

**Place: Mumbai  
Date: December 17, 2019**