

BCL/CS/23-24/Reg.44(3)

12 SEPT 2023

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
P.J.Towers, Dalal Street,
Fort,
MUMBAI-400 001

The Manager,
Listing Department,
The National Stock Exchange of India Ltd,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI-400 051

Company's Scrip Code: 500060

Company's Scrip Code: BIRLACABLE

Dear Sir,

Sub: Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results along with Consolidated Scrutiniser's Report on voting through Remote e-Voting and Poll conducted at the 31st Annual General Meeting (AGM) of the Company held on Monday, 11th September, 2023 at 4.30 P.M. at the registered office of the Company at Udyog Vihar, P.O. Chorhata, Rewa (M.P.) – 486 006.

1.	Date of AGM	11th September, 2023
2.	Total number of shareholders on record date (as on 4th September, 2023)	47925
3.	No. of shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group	11
	Public	52
4.	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	NIL
	Public	NIL



[2]

The details of voting results in respect of all Resolution(s) forming part of Ordinary and Special Businesses as set out in Item Nos. 1 to 5 of the Notice read together with Addendum to the Notice of the 31st Annual General Meeting of the Company are given in **Annexure 'A'**.

The Voting Results along with Scrutiniser's Report are also available on the Company's website, www.birlacable.com and on the website of Central Depository Services (India) Limited, www.evotingindia.com.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
for Birla Cable Limited.


(Nitin Arora)
Company Secretary



Encl: As above.

BIRLA CABLE LIMITED

ANNEXURE 'A'

Resolution 1(a):	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon.							
Resolution required: (Ordinary/ Special)	Ordinary							
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		18192483		15088815	3103668	82.94	17.06
	Poll		0		0	0	0.00	0.00
	Total	19905743	18192483	91.39	15088815	0	82.94	0.00
Public - Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	35998	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		365725		331312	34413	90.59	9.41
	Poll		0		0	0	0.00	0.00
	Total	10058259	365725	3.64	331312	34413	90.59	9.41
Total		30000000	18558208	61.86	15420127	3138081	83.09	16.91

Resolution 1(b):	Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and Report of Auditors thereon.							
Resolution required: (Ordinary/ Special)	Ordinary							
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		18192483		15088815	3103668	82.94	17.06
	Poll		0		0	0	0.00	0.00
	Total	19905743	18192483	91.39	15088815	0	82.94	0.00
Public - Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	35998	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		365725		331287	34438	90.58	9.42
	Poll		0		0	0	0.00	0.00
	Total	10058259	365725	3.64	331287	34438	90.58	9.42
Total		30000000	18558208	61.86	15420102	3138106	83.09	16.91

Resolution 4:	Ratification of remuneration to be paid to Cost Auditors of the Company for the financial year ending on March 31, 2024.							
Resolution required: (Ordinary/ Special)	Ordinary							
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		18192483		18192483	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	19905743	18192483	91.39	18192483	0	100.00	0.00
Public - Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	35998	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		365725		364823	902	99.75	0.25
	Poll		0		0	0	0.00	0.00
	Total	10058259	365725	3.64	364823	902	99.75	0.25
Total		30000000	18558208	61.86	18557306	902	100.00	0.00

Resolution 5:	Appointment of Mr. Shyamal Kanti Chakrabarti (DIN: 08953661) as a Non-Executive Non-Independent Director of the Company pursuant to notice received from a member under Section 160 of the Companies Act, 2013.							
Resolution required: (Ordinary/ Special)	Ordinary							
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		18192483		3103668	15088815	17.06	82.94
	Poll		0		0	0	0.00	0.00
	Total	19905743	18192483	91.39	3103668	15088815	0.00	0.00
Public - Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	35998	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		365725		344617	21108	94.23	5.77
	Poll		0		0	0	0.00	0.00
	Total	10058259	365725	3.64	344617	21108	94.23	5.77
Total		30000000	18558208	61.86	3448285	15109923	18.58	81.42



Resolution 2:	Declaration of Dividend on Equity Shares for the financial year ended March 31,2023.								
Resolution required: (Ordinary/ Special)	Ordinary								
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		15088815		15088815	0	100.00	0.00	
	Poll		0		0	0	0.00	0.00	
	Total	19905743	15088815	75.80	15088815	0	100.00	0.00	
Public - Institutions	E-Voting		0		0	0	0.00	0.00	
	Poll		0		0	0	0.00	0.00	
	Total	35998	0	0.00	0	0	0.00	0.00	
Public - Non Institutions	E-Voting		331945		331812	133	99.96	0.04	
	Poll		0		0	0	0.00	0.00	
	Total	10058259	331945	3.30	331812	133	99.96	0.04	
Total		30000000	15420760	51.40	15420627	133	100.00	0.00	

Resolution 3:	Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible has offered himself for re-appointment as a director of the Company.								
Resolution required: (Ordinary/ Special)	Ordinary								
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		18192483		15088815	3103668	82.94	17.06	
	Poll		0		0	0	0.00	0.00	
	Total	19905743	18192483	91.39	15088815	3103668	82.94	17.06	
Public - Institutions	E-Voting		0		0	0	0.00	0.00	
	Poll		0		0	0	0.00	0.00	
	Total	35998	0	0.00	0	0	0.00	0.00	
Public - Non Institutions	E-Voting		365725		331136	34589	90.54	9.46	
	Poll		0		0	0	0.00	0.00	
	Total	10058259	365725	3.64	331136	34589	90.54	9.46	
Total		30000000	18558208	61.86	15419951	3138257	83.09	16.91	

Nita M. 

R. K. Mishra & Associates

Company Secretaries

Off : Shop No. 8, K.B. Complex, Near Bus Stand, Semariya Chowk, Satna (M.P.) 485001

CS RAJESH KUMAR MISHRA
E-mail : rkmaoffice@gmail.com
Mob.: 91-9425172829, 9685837829



CS KISHOR KUMAR GUPTA
E-mail: cskishorgupta@gmail.com
Mob.: 91-9827784739

Ref.

Date

Consolidated Scrutiniser's Report
[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 31st Annual General Meeting of the Members of Birla Cable Limited held on Monday, 11th September, 2023 at the Registered Office of the Company at Staff Health and Recreation Centre, Udyog Vihar, P.O. Chorhata, Rewa (M.P.)-486006

Sub: Consolidated Scrutiniser's Report on voting through Remote e-Voting and poll at the 31st Annual General Meeting ("AGM") of Birla Cable Limited (hereinafter the "Company") in terms of provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

1. I, Rajesh Kumar Mishra, Company Secretary in practice, was appointed as a Scrutiniser by the Board of Directors of the Company for the Remote e-Voting process as well as to scrutinise the Ballot process (poll) conducted at the Annual General Meeting ("AGM") in a fair and transparent manner pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 2nd May, 2023 read together with addendum to the Notice dated 10th August, 2023 for the 31st AGM of the members of the Company, held on 11th day of September, 2023 at 04.30 P.M. at the Registered Office of the Company at Staff Health and Recreation Centre, Udyog Vihar, P.O. Chorhata, Rewa – 486 006 (M.P.)
2. I and Shri Hemant Singh, Chartered Accountant in Practice were appointed as Scrutinisers by the Board of Directors of the Company for the purpose of scrutinising the voting through Ballot process (poll) in a fair and transparent manner at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 2nd May, 2023 read together with addendum to the Notice dated 10th August, 2023 for the 31st AGM of the members of the Company, held on 11th day of September, 2023 at 04.30 P.M. at the Registered Office of the Company at Staff Health and Recreation Centre, Udyog Vihar, P.O. Chorhata, Rewa – 486006 (M.P.)



3. In accordance with Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening 31st AGM of the Company, interalia, along with the process of electronic voting at the AGM and the Remote e-Voting were sent to the shareholders whose email address are registered with the Company/Depository Participant(s) for communication purpose.
4. The Company had availed the remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Thursday, the 7th September, 2023 at 9.00 a.m. and ended on Sunday, the 10th September, 2023 at 5.00 p.m. and the CDSL remote e-voting portal was blocked for voting thereafter.
5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting through Ballot process (poll) at the 31st AGM for the resolutions contained in the Notice dated 2nd May, 2023 read together with addendum to the Notice dated 10th August, 2023 for the 31st AGM of the members of the Company. My responsibility as a Scrutiniser for the voting process of voting through electronic means i.e. by remote e-voting and poll at the 31st AGM of the Company is restricted to make a consolidated Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions stated below.
6. Separate Scrutiniser's Report dated 12th September, 2023 on the remote e-voting and Scrutinisers Report dated 12th September, 2023 on the poll have been issued on the resolutions contained in the Notice dated 2nd May, 2023 read together with addendum to the Notice dated 10th August, 2023 for the 31st AGM of the Company.
7. Based on reports generated from the e-voting website of CDSL and the poll conducted at the 31st AGM of the Company, the consolidated report on the results of voting in respect of Ordinary and Special Businesses as set out in the Notice dated 2nd May, 2023 read together with Addendum to the Notice dated 10th August, 2023 which is an integral part of the original Notice Dated 2nd May, 2023 for 31st AGM of the Company are given hereunder:

Resolution No. 1(a) : As an Ordinary Resolution

Description of Resolution

ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1(a)	142	15420127	83.09	20	3138081	16.91	3	1770820



Resolution No. 1(b) : As an Ordinary Resolution**Description of Resolution**

ADOPTION OF CONSOLIDATED AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023 AND REPORT OF AUDITORS THEREON.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1(b)	141	15420102	83.09	21	3138106	16.91	3	1770820

Resolution No. 2: As an Ordinary Resolution**Description of Resolution**

DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
2	147	15420627	100.00	3	133	0.00	3	1770820

Resolution No. 3: As an Ordinary Resolution**Description of Resolution**

RE-APPOINTMENT OF SHRI HARSH V. LODHA (DIN: 00394094) AS A DIRECTOR, WHO RETIRES BY ROTATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
3	138	15419951	83.09	24	3138257	16.91	3	1770820



Resolution No.4: As an Ordinary Resolution**Description of Resolution**

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING ON MARCH 31, 2024.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
4	154	18557306	100.00	8	902	0.00	3	1770820

Resolution No. 5: As an Ordinary Resolution**Description of Resolution**

APPOINTMENT OF MR. SHYAMAL KANTI CHAKRABARTI (DIN: 08953661) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY PURSUANT TO NOTICE RECEIVED FROM A MEMBER UNDER SECTION 160 OF THE COMPANIES ACT, 2013.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
5	91	3448285	18.58	71	15109923	81.42	3	1770820

8. No vote has been polled on 4210 equity shares lying in unclaimed suspense account in respect of which voting rights remain frozen till the rightful owner of such shares claim the shares.
9. The Register and all other papers relating to Remote e-Voting as well that of poll conducted through Ballot Process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 31st Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping. The other relevant records were sealed and handover to the Company Secretary for safe keeping.
10. I have received emails dated 7th September, 2023 along with certified copy of resolution(s) dated 1st September, 2023 passed through circulation by the Managing Committee of three members viz. three Societies (collectively referred to as the "Societies") holding 17,70,820 number of equity shares (having equivalent votes) appointing Authorised Representatives to attend and vote at the AGM of the Company to be held on 11th September, 2023 and it has also been stated that there will be no voting by electronic means (Remote e-Voting) for and on behalf of the Societies. Thereafter, I received emails/letters dated 9th September, 2023 from a Member of the Managing Committee and Trustee in regard to the manner of exercise of voting rights by the Societies. Subsequently, the Authorised Representatives appointed by the Managing Committee of such Societies also attended the AGM and exercised voting rights through ballot process (Poll) conducted at the venue of the AGM.



I have also received e-mails/letters dated 7th September, 2023 from a Trustee of such Societies along with a certified copy of resolution(s) dated 29th August, 2023 passed by the Trustees of such Societies on the basis of which the said Societies have also cast their votes through Remote e-Voting.

There are several allegations and counter allegations in the aforesaid communication(s) and claim of right to cast votes on behalf of such Societies at the AGM of the Company. Even the resolutions furnished by the rival factions are diametrically divergent and in conflict with each other.

In the aforesaid circumstances, I am not in a position to verify the legality, validity, authenticity of these resolutions furnished by the rival factions and therefore I have not included 17,70,820 number of votes cast by the said Societies through Remote e-Voting and also through ballot process (Poll) in the results of voting and the same have been considered as Invalid Votes.

In any event, the results of voting on all the resolutions moved at the AGM of the Company will not be impacted in respect of which said Societies have cast their votes, even if such Invalid Votes would have been included in the consolidated results of voting.

Thanking You,

Yours faithfully,

For: - R.K. Mishra & Associates
(Company Secretaries)



A handwritten signature in blue ink, appearing to read "Rajesh Kumar Mishra".

Rajesh Kumar Mishra
(Partner)
CP No. 4433
FCS No. 5383

Place: Rewa (M.P.)
Date: 12th September, 2023
UDIN : F005383E000990895

Countersigned by:
For Birla Cable Limited



A handwritten signature in blue ink, appearing to read "Nitin Arora".

(Nitin Arora)
Company Secretary
M. No.: A-26117