



**BIRLA CABLE LTD.**

(Formerly Birla Ericsson Optical Ltd.)

Regd. Office: Udyog Vihar, P.O. Chorhata, Rewa - 486 006 Madhya Pradesh, India

CIN: L31300MP1992PLC007190

Telephone: +91 7662 400580, Fax: +91 7662 400680

Email: headoffice@birlacable.com; Website: www.birlacable.com

BCL/SEC/20-21/

04 MAY 2020

BSE Ltd.  
Corporate Relationship Department,  
1<sup>st</sup> 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**

Please refer our previous communication vide letter no. BCL/SEC/2019-20 dated 07.08.2019 regarding the captioned subject, wherein, pursuant to an order dated 2<sup>nd</sup> August, 2019 of the Hon'ble High Court at Calcutta passed in G.A. No. 1735 of 2019, the voting results in respect of Ordinary Resolution for Ordinary Business as set out under Item No. 3 of the Notice dated 17<sup>th</sup> May, 2019 for 27<sup>th</sup> Annual General Meeting (AGM) of the Company (as briefly stated herein), held on Tuesday, 6<sup>th</sup> August, 2019 was not made public/declared by the Company:

“Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment.”

However, the Division Bench of the Hon'ble High Court at Calcutta by its judgement and order dated 4<sup>th</sup> May 2020 passed in APOT No. 137/2019 (filed by the Company) has been pleased to set aside the aforesaid order dated 2<sup>nd</sup> August 2019 as clarified by order dated 5<sup>th</sup> August, 2019 passed by the Hon'ble Single Judge. Accordingly, we hereby submit the voting results in respect of Ordinary Resolution for Ordinary Business as set out under Item No. 3 of the Notice dated 17<sup>th</sup> May, 2019 for 27<sup>th</sup> AGM of the Company held on Tuesday, 6<sup>th</sup> August, 2019 alongwith the Report dated 7<sup>th</sup> August, 2019 of Scrutinizer, Shri Rajesh Kumar Mishra, Practising Company Secretary. The mode of voting was remote e-voting and poll for the 27<sup>th</sup> AGM of the Company. The details of the Voting Results is as under:

  


<b>1.</b>	<b>Date of AGM</b>	<b>6<sup>th</sup> August, 2019</b>
<b>2.</b>	<b>Total number of shareholders on record date (as on 30<sup>th</sup> July, 2019)</b>	33516
<b>3.</b>	<b>No. of shareholders present in the meeting either in person or through proxy</b>	
	Promoters and Promoter Group (Please refer Note)	5
	Public	48
<b>4.</b>	<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
	Promoters and Promoter Group	NIL
	Public	NIL

**(Note:** Out of Five (5) Members from Promoters and Promoter Group, there was one member's representative, who attended the meeting but without proxy)

The details of voting results in respect of Ordinary Resolution for Ordinary Businesses as set out under Item No. 3 of the Notice dated 17th May, 2019 for 27th AGM of the Company are given in Annexure 'A'.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,  
for Birla Cable Limited.

 

(Somesh Laddha)  
Company Secretary

Encl: As above.

# 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.

Consolidated Scrutinizer's Report

Date .....

[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 27<sup>th</sup> Annual General Meeting of the Members of  
Birla Cable Limited held on Tuesday, 6<sup>th</sup> August, 2019  
at the Registered Office of the Company at Staff Health and Recreation Centre,  
Udyog Vihar, P.O. Chorhata, Rewa (M.P.) - 486006

Dear Sir

1. I, Rajesh Kumar Mishra, Company Secretary in practise, was appointed as a Scrutinizer by the Board of Directors of Birla Cable Limited (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) in fair and transparent manner as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions set out in the Notice dated 17<sup>th</sup> May, 2019 for 27<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on 6<sup>th</sup> day of August, 2019 at 9.00 A.M. at the Registered Office of the Company at Staff Health and Recreation Centre , Udyog Vihar, P.O. Chorhata, Rewa (M.P.) -486006.
2. I and Shri Hemant Singh, Chartered Accountant in Practise were appointed as Scrutinizers by the Board of Directors of the Company for the purpose of scrutinizing the voting through ballot process (poll) in fair and transparent manner at the 27<sup>th</sup> Annual General Meeting of the members of Company as per the provision of 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 17<sup>th</sup> May, 2019 for the 27<sup>th</sup> AGM of the members of the Company, held on 6<sup>th</sup> day of August, 2019 at 9.00 A.M. at the Registered Office of the Company at Staff Health and Recreation Centre , Udyog Vihar, P.O. Chorhata, Rewa (M.P.) - 486006.
3. 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 27<sup>th</sup> AGM for the resolutions contained in the Notice dated 17<sup>th</sup> May, 2019 for the 27<sup>th</sup> AGM of the members of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and Poll at the 27<sup>th</sup> AGM of the Company is restricted to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above.



4. Separate Scrutinizer's Report dated 7<sup>th</sup> August, 2019 on the remote e- voting and Scrutinizers Report dated 7<sup>th</sup> August, 2019 on the poll have been issued on the resolutions contained in the notice dated 17<sup>th</sup> May, 2019 for the 27<sup>th</sup> AGM of the Company.
5. Based on reports generated from the e-voting website of CDSL and voting through poll at the 27<sup>th</sup> AGM of the Company, the consolidated report on the results of voting in respect of Ordinary/Special Resolutions for Ordinary as well as Special Businesses as set out under Item No(s) 1, 2, 3, 4, 5, 6 and 7 of the Notice dated 17<sup>th</sup> May, 2019 for 27<sup>th</sup> AGM of the Company are given hereunder:

**Resolution No. 1: As an Ordinary Resolution**

**Description of Resolution**

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1	78	17160084	100%	8	800	0%	1	124241

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

**Description of Resolution**

DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	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	79	17160283	100%	1	100	0%	1	124241



**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 (Please refer Note 1)	
	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	77	17160083	100%	8	800	0%	1	124241

**Resolution No. 4: As a Special Resolution****Description of Resolution**

RE-APPOINTMENT OF SMT. ARCHANA CAPOOR (DIN: 1204170) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE (5) CONSECUTIVE YEARS WITH EFFECT FOM 10<sup>TH</sup> NOVEMBER, 2019 TO 9<sup>TH</sup> NOVEMBER, 2024.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	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	76	17159083	99.99%	9	1800	0.01%	1	124241

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

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2020.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	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	77	17160083	100%	8	800	0%	1	124241



**Resolution No. 6: As an Ordinary Resolution****Description of Resolution**

REMUNERATION/ COMPENSATION TO THE NON-EXECUTIVE DIRECTORS INCLUDING INDEPENDENT DIRECTORS OF THE COMPANY.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	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
6	77	17160083	100%	8	800	0%	1	124241

**Resolution No. 7: As a Special Resolution****Description of Resolution**

REMUNERATION/COMPENSATION BY WAY OF PROFIT RELATED COMMISSION OR OTHERWISE AS PERMISSIBLE OF AN AMOUNT NOT EXCEEDING 0.75% OF NET PROFIT OF THE COMPANY FOR THE FINANCIAL YEAR 2019-20 TO SHRI HARSH V. LODHA (DIN:00394094), NON-EXECUTIVE CHAIRMAN OF THE COMPANY..

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	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
7	77	17160083	100%	8	800	0%	1	124241

**Note 1:**

Votes found to be invalid since proxy not submitted.

Votes also not exercised in terms of order dated 02.08.2019 passed by the Hon'ble Calcutta High Court in G.A. No. 1735 of 2019 in T. S. No. 6 of 2004.

6. No vote has been polled on 4410 equity shares lying in unclaimed suspense account in respect of which rights remain frozen till the rightful owner of such shares claim the shares.



7. 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 27<sup>th</sup> Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping. The ballot / poll paper and other relevant records were sealed and handover to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

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



*Rajesh Kumar Mishra*  
Rajesh Kumar Mishra  
(Partner)

CP No. 4433  
FCS No. 5383

Place: Satna (M.P.)

Date: 7<sup>th</sup> August, 2019

**BIRLA CABLE LIMITED**

**ANNEXURE 'A'**

<b>Resolution 3:</b>	Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment.							
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary							
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	<b>Poll</b>		16802075		16802075	0	100.00	0.00
	<b>Total</b>		0		0	0	0.00	0.00
<b>Public - Institutions</b>	<b>E-Voting</b>	19905743	16802075	84.41	16802075	0	100.00	0.00
	<b>Poll</b>		0		0	0	0.00	0.00
	<b>Total</b>		0		0	0	0.00	0.00
<b>Public - Non Institutions</b>	<b>E-Voting</b>	58096	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		341382		340582	800	99.77	0.23
	<b>Total</b>		17426		17426	0	100.00	0.00
<b>Total</b>		10036161	358808	3.58	358008	800	99.78	0.22
		30000000	17160883	57.20	17160083	800	100.00	0.00

**Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1**

**Note 1:**

Votes found to be invalid since proxy not submitted. Votes also not exercised in terms of order dated 02.08.2019 passed by the Hon'ble Calcutta High Court in G.A. No. 1735 of 2019 in T. S. No. 6 of 2004.

*James Bodd*

