

March 25, 2021

The Manager  
Corporate Relationship Department  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building,  
P J Towers, Dalal Street, Fort,  
Mumbai - 400001

The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400051

The Secretary  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range,  
Kolkata - 700001

**BSE Security Code: 500043**

**NSE Symbol: BATAINDIA**

**CSE Scrip Code: 1000003**

Dear Sir / Madam,

**Subject: Outcome of Postal Ballot, Disclosure of voting results of Postal Ballot through remote e-voting and Scrutiniser's Report - Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations")**

This is in furtherance to our letters dated March 25, 2021 (Interim Proceedings of Postal Ballot) and February 22, 2021 regarding Notice of Postal Ballot dated February 10, 2021 (the "Notice") issued to the Members of Bata India Limited (the "Company") seeking their approval by way of Postal Ballot only through voting by electronic means ("remote e-voting"), for resolutions embodied therein.

In accordance with the Companies Act, 2013 (the "Act") read with the rules made thereunder and the General Circulars, issued by the Ministry of Corporate Affairs (the "MCA"), No. 14/2020, No. 17/2020, No. 22/2020, No. 33/2020 and No. 39/2020 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 respectively (collectively the "MCA Circulars"), the Notice was sent electronically only to those Members, whose names appeared in the Register of Members/ List of Beneficial Owners [as received from the Depositories i.e. Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL")] as on Friday, February 12, 2021 and whose e-mail addresses were registered with the Company / its Registrar and Share Transfer Agent / the Depositories. In accordance with the MCA Circulars, the communication of the assent or dissent of the Members took place through the remote e-voting only.

The remote e-voting period for the Postal Ballot has concluded on Wednesday, March 24, 2021 at 5:00 P.M. (IST). The Scrutiniser – Mr. Shounak Mitra, Principal Associate [BA LLB (Hons.) (NUJS)] of M/s. Khaitan & Co LLP, Advocates has submitted his report dated March 25, 2021 (the "Scrutinizer's Report") to Mr. Ashwani Windlass, Chairman of the Board of Directors of the Company, who has countersigned the same and has declared the results of the Postal Ballot.

In compliance with Regulations 30, 44 and other applicable provisions of the Listing Regulations, please find enclosed details regarding the Voting Results in the prescribed format as **Annexure I** together with the Scrutinizer's Report thereon as **Annexure II**.



**BATA INDIA LIMITED**

CIN: L19201WB1931PLC007261

Registered Office : 27B, Camac Street, 1st Floor, Kolkata-700016, West Bengal || Tel : 033 23014400 || Fax : (033) 22895748

E-mail : corporate.relations@bata.com || Website : www.bata.in

All the five (5) resolutions embodied in the Notice and summarised below, have been approved and passed by the Members of the Company with requisite majority and are deemed to have been passed on Wednesday, March 24, 2021 (i.e. the last date of remote e-voting):

Item No.	Brief Description	Type of Resolution	Outcome
R1.	Payment of remuneration to Mr. Rajeev Gopalakrishnan (DIN: 03438046), Managing Director, in case of inadequacy of profits or no profits	Special	Passed with requisite majority
R2.	Payment of remuneration to Mr. Sandeep Kataria (DIN: 05183714), Whole-time Director and CEO, in case of inadequacy of profits or no profits	Special	
R3.	Payment of remuneration to Mr. Ram Kumar Gupta (DIN: 01125065), Director Finance and Chief Financial Officer, in case of inadequacy of profits or no profits	Special	
R4.	Re-appointment of Mr. Rajeev Gopalakrishnan as the Managing Director of the Company, not liable to retire by rotation and fixing his remuneration	Special	
R5.	Appointment of Mr. Shaibal Sinha (DIN: 00082504) as a Non-Executive Director of the Company, liable to retire by rotation	Ordinary	

The results declared along with the Scrutinizer's Report are simultaneously being uploaded on the website of the Company ([www.bata.in](http://www.bata.in)) and on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and displayed at the Registered Office of the Company in Kolkata and at the Corporate Office of the Company in Gurugram at Bata House, 418/02, Mehrauli Gurgaon Road, Sector-17, Gurugram – 122002, Haryana.

This intimation read along with our letter dated March 25, 2021 (Interim Proceedings of Postal Ballot) shall also be deemed to be Disclosure of Proceedings under Regulation 30 read with Schedule III, Part A, Para A (13) of the Listing Regulations.

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

For BATA INDIA LIMITED

*NB Bagaria*



**NITIN BAGARIA**

*Company Secretary and Compliance Officer*

Annexures : As stated above

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## Annexure-I

## Results of Postal Ballot (Refer Postal Ballot Notice of the Company dated February 10, 2021)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration to Mr. Rajeev Gopalakrishnan, Managing Director, in case of inadequacy of profits or no profits				
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		68065514	100.0000	68065514	0	100.0000	0.0000
	Poll	68065514	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	68065514	68065514	100.0000	68065514	0	100.0000	0.0000
Public-Institutions	E-Voting		31155983	76.2961	30513849	642134	97.9390	2.0610
	Poll	40835622	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	40835622	31155983	76.2961	30513849	642134	97.9390	2.0610
Public- Non Institutions	E-Voting		1612550	8.2162	1603388	9162	99.4318	0.5682
	Poll	19626404	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	19626404	1612550	8.2162	1603388	9162	99.4318	0.5682
<b>Total</b>		128527540	100834047	78.4533	100182751	651296	99.3541	0.6459
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration to Mr. Sandeep Kataria, Whole-time Director and CEO, in case of inadequacy of profits or no profits				
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		68065514	100.0000	68065514	0	100.0000	0.0000
	Poll	68065514	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	68065514	68065514	100.0000	68065514	0	100.0000	0.0000
Public-Institutions	E-Voting		31155983	76.2961	30513849	642134	97.9390	2.0610
	Poll	40835622	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	40835622	31155983	76.2961	30513849	642134	97.9390	2.0610
Public- Non Institutions	E-Voting		1612182	8.2144	1603271	8911	99.4473	0.5527
	Poll	19626404	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	19626404	1612182	8.2144	1603271	8911	99.4473	0.5527
<b>Total</b>		128527540	100833679	78.4530	100182634	651045	99.3543	0.6457
<b>Whether resolution is Pass or Not.</b>							Yes	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration to Mr. Ram Kumar Gupta, Director Finance and Chief Financial Officer, in case of inadequacy of profits or no profits				
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	68065514	68065514	100.0000	68065514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		68065514	68065514	100.0000	68065514	0	100.0000
Public-Institutions	E-Voting	40835622	31155983	76.2961	30513849	642134	97.9390	2.0610
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		40835622	31155983	76.2961	30513849	642134	97.9390
Public- Non Institutions	E-Voting	19626404	1611422	8.2105	1602428	8994	99.4419	0.5581
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		19626404	1611422	8.2105	1602428	8994	99.4419
<b>Total</b>		128527540	100832919	78.4524	100181791	651128	99.3543	0.6457
<b>Whether resolution is Pass or Not.</b>								Yes

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rajeev Gopalakrishnan as the Managing Director of the Company, not liable to retire by rotation and fixing his remuneration				
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	68065514	68065514	100.0000	68065514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		68065514	68065514	100.0000	68065514	0	100.0000
Public-Institutions	E-Voting	40835622	30188933	73.9279	29546799	642134	97.8729	2.1271
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		40835622	30188933	73.9279	29546799	642134	97.8729
Public- Non Institutions	E-Voting	19626404	1611604	8.2114	1605104	6500	99.5967	0.4033
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		19626404	1611604	8.2114	1605104	6500	99.5967
<b>Total</b>		128527540	99866051	77.7001	99217417	648634	99.3505	0.6495
<b>Whether resolution is Pass or Not.</b>								Yes



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Shaibal Sinha as a Non-Executive Director of the Company, liable to retire by rotation				
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	68065514	68065514	100.0000	68065514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>68065514</b>	<b>68065514</b>	<b>100.0000</b>	<b>68065514</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	40835622	30188933	73.9279	29683724	505209	98.3265	1.6735
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>40835622</b>	<b>30188933</b>	<b>73.9279</b>	<b>29683724</b>	<b>505209</b>	<b>98.3265</b>
Public- Non Institutions	E-Voting	19626404	1611686	8.2118	1606205	5481	99.6599	0.3401
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>19626404</b>	<b>1611686</b>	<b>8.2118</b>	<b>1606205</b>	<b>5481</b>	<b>99.6599</b>
<b>Total</b>		<b>128527540</b>	<b>99866133</b>	<b>77.7002</b>	<b>99355443</b>	<b>510690</b>	<b>99.4886</b>	<b>0.5114</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Note: One Shareholder holding 85888 shares voted only for 69885 shares, for all the resolutions mentioned above.

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**SHOUNAK MITRA**  
Advocate

C/o KHAITAN & CO LLP,  
Advocates & Solicitors  
Emerald House  
1B Old Post office Street  
Kolkata- 700001  
Ph: 033 2248 7000  
Fax: 033 2248 7656  
E:mitra.shounak@khaitanco.com

### REPORT OF SCRUTINIZER

[Postal Ballot (remote e-voting)]


To,  
The Chairman  
**Bata India Limited [CIN: L19201WB1931PLC007261]**  
27B, Camac Street  
First Floor  
Kolkata - 700016  
West Bengal, India.

Dear Sir

1. I, Shounak Mitra, Advocate, Khaitan & Co LLP, Advocates & Solicitors, Emerald House, 1B, Old Post Office Street, Kolkata-700001 have been duly appointed as the Scrutinizer by the Board of Directors of Bata India Limited (the "Company") at its meeting held on 10<sup>th</sup> February, 2021 under the provisions of the Companies Act, 2013 (the "Act") read with Companies (Management and Administration) Rules, 2014 (the "Rules") and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to process of Postal Ballot on the proposed resolutions contained in the Notice of Postal Ballot dated 10 February, 2021 (the "Notice").
2. In terms of the General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020 and 39/2020 dated 8 April, 2020, 13 April, 2020, 15 June, 2020, 28 September, 2020 and 31 December, 2020 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") the resolutions contained in the Notice (being business other than items of ordinary business or such business where certain persons have a right to be heard) were proposed to be passed by means of Postal Ballot, only through remote e-voting. Accordingly, the communication of the assent and dissent of the Members took place through the remote e-voting system.
3. The Company has confirmed that the Notice was sent only through electronic mode in compliance with the MCA Circulars to the Members as on 12 February, 2021 and whose email addresses are registered with the Company / its Registrar / Depositories. A confirmation in this regard from NSDL was shared by the Company and relied upon.

## SHOUNAK MITRA

### Advocate

4. Post transmission of the Notice, the Public Notice dated 22 February, 2021, being the requisite advertisement pursuant to the Rules and the MCA Circulars, was published by the Company on 23 February, 2021 in "Business Standard" (English) (All Editions) (newspaper in English) and "Ei Samay" (Bengali) (Kolkata Edition) (newspaper in Bengali) in the respective languages and it carried all the required information. Further, the Company vide the Postal Ballot Notice dated 10 February, 2021, had given an additional opportunity to its Members to update their email addresses.
  5. In terms of the aforesaid Notice, the remote e-voting facility commenced on Tuesday, 23<sup>rd</sup> February, 2021 at 9:00 A.M. (IST) and ended on Wednesday, 24<sup>th</sup> March, 2021 at 5:00 P.M. (IST)
  6. The Members of the Company as on the "cut-off" date, i.e., 12 February, 2021 were entitled to vote on the resolutions proposed in the Notice.
  7. Immediately after the last date and time appointed for the e-voting on the 24<sup>th</sup> March, 2021, the votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr Trivikram Khaitan and Mr R K Mishra neither of whom are in the employment of the Company.
  8. The results of Postal Ballot (through remote e-voting) are annexed to this Report along with the details of the e-voting results for each of the resolutions set out in items # 1 to 5 in the Notice.
  9. The Company has engaged the services of National Securities Depository Limited (NSDL), the agency authorized under the Rules and appointed by the Board to provide the facilities of remote e-voting, to provide the remote e-voting facility. My responsibility as a Scrutinizer for the purpose of voting through the said remote e-voting is solely based on the report generated from the e-voting system provided by NSDL. I am not competent to verify and have not verified the technology or the the system or procedure used by NSDL for the e-voting and have relied upon the Company and NSDL for ensuring due compliance of the requirement of the Act (including the applicable Rules) for the same.
  10. My liability, if any, for this Report shall be limited to the extent of the professional fees received by me for the same.
- 

## ANNEXURE

Item No. 1:

## SPECIAL RESOLUTION

Payment of remuneration to Mr. Rajeev Gopalakrishnan, Managing Director, in case of inadequacy of profits or no profits.

Particulars	Remote E-Voting		Postal Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1006	100182751	NA	NA	1006	100182751	99.35
Dissent	138	651296	NA	NA	138	651296	0.65
<b>Total Valid Votes Cast</b>	<b>1144</b>	<b>100834047</b>	NA	NA	<b>1144</b>	<b>100834047</b>	<b>100.00</b>
Abstain / Invalid Votes	1 shareholder holding 85,888 shares voted only for 69,885 shares.						

Item No. 2:

## SPECIAL RESOLUTION

Payment of remuneration to Mr. Sandeep Kataria, Whole-time Director and CEO, in case of inadequacy of profits or no profits.

Particulars	Remote E-Voting		Postal Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1004	100182634	NA	NA	1004	100182634	99.35
Dissent	131	651045	NA	NA	131	651045	0.65
<b>Total Valid Votes Cast</b>	<b>1135</b>	<b>100833679</b>	NA	NA	<b>1135</b>	<b>100833679</b>	<b>100.00</b>
Abstain / Invalid Votes	1 shareholder holding 85,888 shares voted only for 69,885 shares.						



SHOUNAK MITRA  
Advocate

Item No. 3:

**SPECIAL RESOLUTION**

Payment of remuneration to Mr. Ram Kumar Gupta, Director Finance and Chief Financial Officer, in case of inadequacy of profits or no profits

Particulars	Remote E-Voting		Postal Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	994	100181791	NA	NA	994	100181791	99.35
Dissent	135	651128	NA	NA	135	651128	0.65
<b>Total Valid Votes Cast</b>	<b>1129</b>	<b>100832919</b>	NA	NA	<b>1129</b>	<b>100832919</b>	<b>100.00</b>
Abstain / Invalid Votes	1 shareholder holding 85,888 shares voted only for 69,885 shares.						

Item No. 4:

**SPECIAL RESOLUTION**

Re-appointment of Mr. Rajeev Gopalakrishnan as the Managing Director of the Company, not liable to retire by rotation and fixing his remuneration.

Particulars	Remote E-Voting		Postal Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1033	99217417	NA	NA	1033	99217417	99.35
Dissent	94	648634	NA	NA	94	648634	0.65
<b>Total Valid Votes Cast</b>	<b>1127</b>	<b>99866051</b>	NA	NA	<b>1127</b>	<b>99866051</b>	<b>100.00</b>
Abstain / Invalid Votes	1 shareholder holding 85,888 shares voted only for 69,885 shares.						

**SHOUNAK MITRA**

Advocate

Item No. 5:

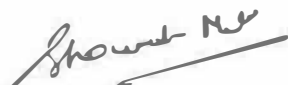
**ORDINARY RESOLUTION**

**Appointment of Mr. Shaibal Sinha as a Non-Executive Director of the Company, liable to retire by rotation.**

Particulars	Remote E-Voting		Postal Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1030	99355443	NA	NA	1030	99355443	99.48
Dissent	98	510690	NA	NA	98	510690	0.52
Total Valid Votes Cast	1128	99866133	NA	NA	1128	99866133	100.00
Abstain / Invalid Votes	1 shareholder holding 85,888 shares voted only for 69,885 shares.						

Thanking you,

Yours faithfully,



Shounak Mitra, Advocate  
Khaitan & Co LLP, Advocates & Solicitors



Countersigned by:

Kolkata  
25 March 2021

We, the undersigned, have witnessed that the votes cast in respect of the resolutions mentioned in the Notice of Postal Ballot dated February 10, 2021 of Bata India Limited (the Company) through remote e-voting were unblocked by the Scrutinizer (Mr. S. Mitra, Advocate) from NSDL's e-voting website www.evoting.nsdl.com in our presence on March 24, 2021 at around 5.10 P.M. (IST) at Emerald House, Ground Floor, 1B Old Post Office Street, Kolkata 700001. We are not in the employment of the Company.

*Ratan Kumar Mishra*

Witness 1 Ratan Kumar Mishra, 15C, Belala Road, Kolkata - 700026 Contact: 9830440777

Witness 2 *T. Khaiti*

1B, Old Post Office Street, Kolkata 700001.