



बामर लॉरी एण्ड कं. लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie & Co. Ltd.
(A Government of India Enterprise)



21, नेताजी सुभाष रोड, कोलकाता-700 001, (भारत)
फोन : (91) (033) 2222 5329 / 5314 / 5209
ई-मेल : bhavsar.k@balmerlawrie.com

21, Netaji Subhas Road, Kolkata - 700 001, (INDIA)
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E-mail : bhavsar.k@balmerlawrie.com
CIN : L15492WB1924GOI004835

Date: 29th September, 2023

Ref: SECY/SE/AGM/2023

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block- G
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Company Code: **BALMLAWRIE**

Scrip Code: **523319**

Dear Sir/Madam,

Sub: Submission of Voting Results under Regulation 44(3) of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") along with the Consolidated Scrutinizer's Report

This is with reference to our earlier intimations dated 7th August, 2023 and 4th September, 2023, regarding Notice dated 7th August, 2023 of the 106th of Annual General Meeting held on Wednesday, 27th September, 2023 for seeking the consent of the Members of the Company through Ordinary Resolutions for the items as set out in the Notice of the 106th Annual General Meeting.

In furtherance to the same, we hereby enclose the following:

1. Voting Results of the items transacted through e- voting in terms of Regulation 44(3) of the Listing Regulations, in the format as specified. (Attached as **Annexure- A**)
2. Consolidated Scrutinizer's Report for e- voting. (Attached as **Annexure- B**)

The aforesaid documents under serial no. 1 and 2 shall also be available on the website of the Company at https://www.balmerlawrie.com/static/investor_relations and on the website of the e-voting agency i.e. M/s. KFin Technologies Limited at <https://www.evoting.kfintech.com>.

For Balmer Lawrie & Co. Ltd.

Sonal Sharma
Compliance Officer

Enclosed: As above

General information about company	
Scrip code	523319
NSE Symbol	BALMLAWRIE
MSEI Symbol	NOTLISTED
ISIN	INE164A01016
Name of the company	Balmer Lawrie & Company Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2023
Start time of the meeting	12:00 PM
End time of the meeting	01:15 PM

Scrutinizer Details	
Name of the Scrutinizer	Navin Kothari
Firms Name	M/s N.K. & Associates
Qualification	CS
Membership Number	5935
Date of Board Meeting in which appointed	07-08-2023
Date of Issuance of Report to the company	28-09-2023

Voting results	
Record date	20-09-2023
Total number of shareholders on record date	89851
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	78
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Textual Information(1)

Text Block	
Textual Information(1)	Company had fixed a cut-off date and not record date.

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Financial Statements of the Company (both Standalone and Consolidated) for the Financial Year ended on 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon and other Statements attached thereto along with the Comments of Comptroller and Auditor General of India thereon				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	3352054	1623670	48.4381	1623670	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1623670	48.4381	1623670	0	100
Public- Non Institutions	E-Voting	167651792	106010842	63.2328	105979450	31392	99.9704	0.0296
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010842	63.2328	105979450	31392	99.9704
Total		171003846	107634512	62.9427	107603120	31392	99.9708	0.0292
Whether resolution is Pass or Not.							Yes	

Disclosure of notes on resolution	Textual Information(1)
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Text Block	
Textual Information(1)	108896 votes abstained.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend for the Financial Year ended on 31st March, 2023				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	3352054	1732162	51.6746	1732162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1732162	51.6746	1732162	0	100
Public- Non Institutions	E-Voting	167651792	106010833	63.2327	105979711	31122	99.9706	0.0294
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010833	63.2327	105979711	31122	99.9706
Total		171003846	107742995	63.0062	107711873	31122	99.9711	0.0289
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	404 votes abstained. 9 less votes were cast by the shareholders out of his/her entire shareholding.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Shri Adika Ratna Sekhar (DIN: 08053637), a Director who retires by rotation and being eligible, offers himself for reappointment				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	3352054	1732162	51.6746	1732162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1732162	51.6746	1732162	0	100
Public- Non Institutions	E-Voting	167651792	106010844	63.2328	105973594	37250	99.9649	0.0351
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010844	63.2328	105973594	37250	99.9649
Total		171003846	107743006	63.0062	107705756	37250	99.9654	0.0346
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	402 votes abstained

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To fix the remuneration of the Statutory Auditors of the Company (including Branch Auditors) for the Financial Year 2023-24				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	3352054	1732162	51.6746	1641222	90940	94.7499	5.2501
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1732162	51.6746	1641222	90940	94.7499
Public- Non Institutions	E-Voting	167651792	106010844	63.2328	105975321	35523	99.9665	0.0335
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010844	63.2328	105975321	35523	99.9665
Total		171003846	107743006	63.0062	107616543	126463	99.8826	0.1174
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	402 votes abstained.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Saurav Dutta (DIN: 10042140) as Director (Finance) and fixation of terms of his appointment				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	3352054	1732162	51.6746	69942	1662220	4.0378	95.9622
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1732162	51.6746	69942	1662220	4.0378
Public- Non Institutions	E-Voting	167651792	106010844	63.2328	105975361	35483	99.9665	0.0335
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010844	63.2328	105975361	35483	99.9665
Total		171003846	107743006	63.0062	106045303	1697703	98.4243	1.5757
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	402 votes abstained.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Abhijit Ghosh, (DIN: 10042785) as Director (Human Resource and Corporate Affairs) and fixation of terms of his appointment				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	3352054	1732162	51.6746	152607	1579555	8.8102	91.1898
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1732162	51.6746	152607	1579555	8.8102
Public- Non Institutions	E-Voting	167651792	106010844	63.2328	105978072	32772	99.9691	0.0309
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010844	63.2328	105978072	32772	99.9691
Total		171003846	107743006	63.0062	106130679	1612327	98.5035	1.4965
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	402 votes abstained

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Rajinder Kumar, (DIN: 09651096) as Government Nominee Director and fixation of terms of his appointment				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Institutions	E-Voting	3352054	1732162	51.6746	69942	1662220	4.0378	95.9622
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3352054	1732162	51.6746	69942	1662220	4.0378	95.9622
Public- Non Institutions	E-Voting	167651792	106010844	63.2328	105976972	33872	99.968	0.032
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	167651792	106010844	63.2328	105976972	33872	99.968	0.032
Total		171003846	107743006	63.0062	106046914	1696092	98.4258	1.5742
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	402 votes abstained

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of Cost Auditor for the Financial Year 2023-24				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	3352054	1732162	51.6746	1732162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3352054	1732162	51.6746	1732162	0	100
Public- Non Institutions	E-Voting	167651792	106010844	63.2328	105974360	36484	99.9656	0.0344
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		167651792	106010844	63.2328	105974360	36484	99.9656
Total		171003846	107743006	63.0062	107706522	36484	99.9661	0.0339
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	402 shares abstained

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Consolidated Scrutinizer's Report

To,
The Company Secretary
Balmer Lawrie & Co. Ltd.
21, Netaji Subhas Road,
Kolkata - 700 001

Sub: Consolidated Scrutinizer's Report on remote e-voting and the e-voting conducted during the 106th Annual General Meeting ("106th AGM") of the Members of Balmer Lawrie & Co. Ltd. ('Company') held through Video Conferencing ("VC") on Wednesday, 27th September 2023 at 12:00 Noon (IST)

I, Navin Kothari, Practicing Company Secretary, proprietor of N.K & Associates was appointed by the Board of Directors of Balmer Lawrie & Co. Ltd (hereinafter referred to as the "Company") at its meeting held on August 7, 2023 as the Scrutinizer for the remote e-voting process as well as the electronic voting conducted during the 106th AGM pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rules 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations").

Pursuant to Circular Nos. 14/2020, 17/2020, 20/2020, and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, and December 28, 2022, respectively (collectively referred to as 'MCA Circulars') holding of Annual General Meeting has been permitted through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.

As mentioned in the Notice, the proceedings of the 106th AGM is deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the 106th AGM. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and SEBI Listing Regulations and Circulars issued by MCA and SEBI relating to e-voting on the resolutions contained in the notice of the 106th AGM. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited, the agency for e-voting.



Report on Scrutiny:

- The Company had appointed KFin Technologies Limited as the service provider for the purpose of extending the facility of remote e-voting to the members of the Company and also for voting electronically during the 106th AGM.
- The service provider had provided a system for recording the votes of the members electronically through remote e-voting as well as e-voting during the 106th AGM on all the items of the business proposed to be transacted during the 106th AGM of the Company, which was held on September 27, 2023.
- The service provider had set up electronic voting facility and members could access the same at <https://evoting.kfintech.com>.
- The Company had uploaded the Notice of 106th AGM on the website of the Company, its Service Provider and also on the websites of Stock Exchanges viz. National Stock Exchange of India Limited and BSE Limited to facilitate their members to cast their vote through remote e-voting and e-voting during the 106th AGM.
- As provided in the MCA & SEBI Circulars, the Company had *inter-alia*, advertised in the newspapers, asking members who have not registered their e-mail addresses with the Company/ Depository Participant(s) to do so and to the extent, details were provided by the shareholders within the relevant cut-off date were considered for sending the Notice of the 106th AGM along with the Annual Report 2022-23.
- The Company had sent the Notice of the 106th AGM along with the Annual Report 2022-23 and e-voting details by e-mail to members whose e-mail addresses were made available by the Depositories or were registered with the Company as on the cut-off date i.e. Friday, 18th August, 2023. The Notices sent through e-mail contained the detailed procedure to be followed by the members for casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the MCA & SEBI Circulars.
- The Company had completed the dispatch of Notice of 106th AGM and Annual Report via e-mail to the members on September 4, 2023.
- The cut-off date for the purposes of identifying the members who were entitled to vote on the resolutions placed for approval of the members was Wednesday, September 20, 2023.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for four days from Saturday, September 23, 2023 at 9:00 a.m. to Tuesday, September 26,



2023 at 5:00 p.m. At the end of remote e-Voting period, the remote e-voting facility was blocked by KFin Technologies Limited forthwith.

- The Company had released an advertisement prior to sending Notice of 106th AGM to the members which was published on August 31, 2023 in English language in all India edition in 'Financial Express' Newspaper, in Bengali language in 'Aajkal' Newspaper (Kolkata edition) and also in Hindi language in all India edition 'Jansatta' Newspaper.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement after completion of dispatch of Notice of 106th AGM and Annual Report, which was published 21 days before the date of the 106th AGM on September 5, 2023 in English language in all India edition in 'Financial Express' Newspaper, in Bengali language in 'Aajkal' Newspaper (Kolkata edition) and also in Hindi language in all India edition 'Jansatta' Newspaper. The notice published in the newspaper carried the required information as specified in sub rule 4 (v) (a) to (h) of the said Rule 20.
- At the end of e-voting period on September 26, 2023 at 5.00 p.m., the e-voting portal of the service provider was blocked forthwith.
- KFin Technologies Limited provided me the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.
- At the 106th AGM of the Company held through VC on Wednesday, September 27, 2023, members who had not cast their vote through remote e-voting were allowed to cast their vote electronically till the end of the 106th AGM.
- After the conclusion of the 106th AGM by the Chairman, the electronic system capturing the e-voting was locked by me.
- On September 27, 2023 after tabulating the votes cast electronically by the system provided by KFin Technologies Limited, the votes cast through remote e-voting facility and votes cast electronically during the 106th AGM were duly unblocked at 01:15 p.m. by me as a Scrutinizer in the presence of Mr. Abhijit Rai and Mr. Vivek Lohani who acted as the witnesses, as prescribed in sub rule 4 (xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- Thereafter, I as the scrutinizer duly compiled details of the remote e-voting carried out by the members and the electronic voting done during the 106th AGM, the details of which are as follows:



The results of the remote e-voting together with that of the voting conducted on the date of the 106th AGM by way of electronic means are as under:

ORDINARY BUSINESS

(i) Item No. 1 of the Notice (as an Ordinary Resolution)

Adoption of the Audited Financial Statements of the Company (both Standalone and Consolidated) for the Financial Year ended on 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon and other Statements attached thereto along with the Comments of Comptroller and Auditor General of India thereon:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means during the meeting	441	107603120	99.9708	25	31392	0.0292	0

No. of Members Abstained	No. of Votes
6	108896

The resolution stands passed with the requisite majority.



(ii) Item No. 2 of the Notice (as an Ordinary Resolution)

Declaration of dividend for the Financial Year ended on 31st March 2023:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means during the meeting	444	107711873	99.9711	23	31122	0.0289	0

No. of Members Abstained	No. of Votes
5	404

Less Voted: 9 Votes

The resolution stands passed with the requisite majority.



(iii) Item No. 3 of the Notice (as an Ordinary Resolution)

Re-appointment of Shri Adika Ratna Sekhar (DIN: 08053637), as a Director who was retiring by rotation and being eligible, had offered himself for re-appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through - Remote e-voting and voting by electronic means during the meeting	430	107705756	99.9654	39	37250	0.0346	0

No. of Members Abstained	No. of Votes
4	402

The resolution stands passed with the requisite majority.



(iv) Item No. 4 of the Notice (as an Ordinary Resolution)

Fixation of remuneration of the Statutory Auditors of the Company (including Branch Auditors) for the Financial Year 2023-24:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means during the meeting	430	107616543	99.8826	38	126463	0.1174	0

No. of Members Abstained	No. of Votes.
4	402

The resolution stands passed with the requisite majority.



SPECIAL BUSINESS

(v) Item No. 5 of the Notice (as an Ordinary Resolution)

Appointment of Shri Saurav Dutta (DIN: 10042140) as Director (Finance) and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means during the meeting	412	106045303	98.4243	56	1697703	1.5757	0

No. of Members Abstained	No. of Votes.
4	402

The resolution stands passed with the requisite majority.



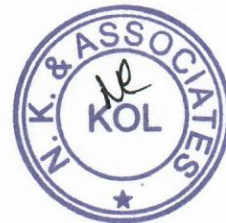
(vi) Item No. 6 of the Notice (as an Ordinary Resolution)

Appointment of Shri Abhijit Ghosh, (DIN: 10042785) as Director (Human Resource and Corporate Affairs) and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means during the meeting	412	106130679	98.5035	56	1612327	1.4965	0

No. of Members Abstained	No. of Votes
4	402

The resolution stands passed with the requisite majority.



(vii) Item No. 7 of the Notice (as an Ordinary Resolution)

Appointment of Shri Rajinder Kumar, (DIN: 09651096) as Government Nominee Director and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means during the meeting	411	106046914	98.4258	57	1696092	1.5742	0

No. of Members Abstained	No. of Votes.
4	402

The resolution stands passed with the requisite majority.



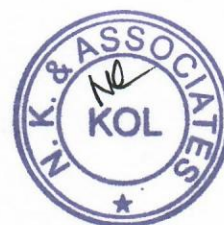
(viii) Item No. 8 of the Notice (as an Ordinary Resolution)

Ratification of Remuneration of Cost Auditor for the Financial Year 2023-24:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through - Remote e-voting and voting by electronic means during the meeting	435	107706522	99.9661	33	36484	0.0339	0

No. of Members Abstained	No. of Votes.
4	402

The resolution stands passed with the requisite majority.



All the Resolutions mentioned in the Notice of 106th AGM dated August 7, 2023 as per the details above stands passed under remote e-voting and voting conducted during 106th AGM electronically with the requisite majority and hence, deemed to be passed on the date of the 106th AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from KFin Technologies Limited in respect of the votes cast through remote e-voting and voting conducted during the 106th AGM by way of electronic means by the members of the Company. All other relevant records relating to remote e-voting and electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,
Yours faithfully

For N.K. & ASSOCIATES
Company Secretaries

Navin Kothari

Navin Kothari
(Proprietor)



FCS No. 5935
CP No. 3725

Place: Kolkata

Date: 28.09.2023

UDIN: F005935E001109367

PEER REVIEW NO.: 1384/2021

The following were the witnesses to the unblocking the votes cast through remote e-voting and e-voting during the 106th AGM:

1. *Abhijit Rai*

Mr. Abhijit Rai

Address:

2/H/5, Ghore Bibi Lane

Kolkata-700054

2. *Vivek Lohani*

Mr. Vivek Lohani

Address:

GBPC Bhawan,

35, Belgachia road

Kolkata-700037

Countersigned by:

For Balmer Lawrie & Co. Ltd.

कविता भावसार

Kavita Bhavsar

Company Secretary





बामर लॉरी एण्ड कं. लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie & Co. Ltd.
(A Government of India Enterprise)



21, नेताजी सुभाष रोड, कोलकाता-700 001, (भारत)
फोन : (91) (033) 2222 5329 / 5314 / 5209
ई-मेल : bhavsar.k@balmerlawrie.com

21, Netaji Subhas Road, Kolkata - 700 001, (INDIA)
Phone : (91) (33) 2222 5329 / 5314 / 5209
E-mail : bhavsar.k@balmerlawrie.com
CIN : L15492WB1924GOI004835

Date: 29th September, 2023

Ref: SECY/SE/AGM/2023

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Company Code: **BALMLAWRIE**

Scrip Code: **523319**

Dear Sir(s)/Madam(s),

Sub.: Disclosure under Regulation 30 of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) – Appointment of Shri Saurav Dutta (DIN: 10042140) as Director (Finance) of the Company at the 106th Annual General Meeting and fixation of terms of his appointment

This is with reference to our earlier intimation dated 10th February, 2023, wherein, the Company had intimated the Stock Exchanges regarding the appointment of Shri Saurav Dutta (DIN:10042140) as an Additional, Whole-time Director to the post of Director (Finance) on the Board of the Company with effect from 2nd February, 2023 and pursuant to the Voting Results of the 106th AGM of the Company disseminated to the Stock Exchanges on 29th September, 2023.

In furtherance to the same and in compliance with Regulation 30 of the Listing Regulations, this is to further inform that the Members of the Company at the 106th Annual General Meeting of the Company held on Wednesday, 27th September, 2023 at 12 Noon IST through Two-way Video Conferencing or Other Audio-Visual Means, have approved the appointment of Shri Saurav Dutta (DIN: 10042140) as a Wholetime Director to the post of Director (Finance) of the Company, in the scale of pay of Rs.1,60,000 – 2,90,000/- (IDA) for a period of five years with effect from the date of his assumption of charge of the post or till the date of his superannuation, or until further orders from the Administrative Ministry, whichever is the earliest and whose period of office shall be subject to retirement of Directors by rotation and on such other terms and conditions as contained in Letter bearing reference no. CA- 31024/1/2021-PNG (36607) dated 31st January, 2023 from the Administrative Ministry and any further instructions from the Administrative Ministry.

Page 1 of 3

The brief profile of Shri Saurav Dutta (DIN: 10042140) and other details are enclosed as “Annexure A”.

For Balmer Lawrie & Co. Ltd.

**Sonal Sharma
Compliance Officer**

Enclosed: as above

Annexure A

The brief profile of Shri Saurav Dutta (DIN: 10042140) and other details are provided hereunder:

Shri Saurav Dutta was appointed as an Additional Director of the Company with effect from 2nd February, 2023 based on the direction of the Ministry of Petroleum Gas, Government of India vide its letter bearing reference no. CA-31024/1/2021-PNG (36607) dated 31st January, 2023. He had assumed the office as Director (Finance) of the Company from the said date.

Shri Saurav Dutta was also appointed as the Chief Financial Officer of the Company with effect from 10th February, 2023 by the Board of Directors.

Shri Saurav Dutta, a qualified Chartered Accountant and Company Secretary, joined Balmer Lawrie & Co. Ltd. on 16th June 1997. Prior to taking over as Director, he was holding the position of Vice President [Finance]. A seasoned professional with nearly 30 years of experience, he has worked in core business areas in both manufacturing and services, Corporate Finance and taxation function and headed the Finance function of a Joint venture during his tenure at Balmer Lawrie & Co. Ltd.

Shri Saurav Dutta also holds position of Non- Executive Director (Ex-officio) in Balmer Lawrie Investments Limited, which is the holding Company of Balmer Lawrie & Co. Ltd. He is also a Non-Executive Director in Visakhapatnam Port Logistics Park Limited which is a Subsidiary of Balmer Lawrie & Co. Ltd. He also holds position of Commissioner in PT Balmer Lawrie Indonesia, which is a Joint Venture of Balmer Lawrie & Co. Ltd.

Further, as per the requirement of the Circular no. LIST/COMP/14/2018-19 dated 20th June, 2018 and Circular no. NSE/CML/2018/24 dated 20th June, 2018 issued by BSE Limited and National Stock Exchange of India Limited, respectively on the subject of enforcement of SEBI Orders dated 14th June, 2018 regarding appointment of Directors by listed companies, we hereby affirm that Shri Saurav Dutta (DIN: 10042140) is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.

Shri Saurav Dutta (DIN: 10042140) does not have any inter-se relationship with other Directors of the Company.



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E-mail : bhavsar.k@balmerlawrie.com
CIN : L15492WB1924GOI004835

Date: 29th September, 2023

Ref: SECY/SE/AGM/2023

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Company Code: **BALMLAWRIE**

Scrip Code: **523319**

Dear Sir(s)/Madam(s),

Sub.: Disclosure under Regulation 30 of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) – Appointment of Shri Abhijit Ghosh, (DIN: 10042785) as Director (Human Resource and Corporate Affairs) of the Company at the 106th Annual General Meeting and fixation of terms of his appointment

This is with reference to our earlier intimation dated 10th February, 2023, wherein, the Company had intimated the Stock Exchanges regarding the appointment of Shri Abhijit Ghosh, (DIN: 10042785) as an Additional, Whole-time Director to the post of Director (Human Resource and Corporate Affairs) on the Board of the Company with effect from 4th February, 2023 and pursuant to the Voting Results of the 106th AGM of the Company disseminated to the Stock Exchanges on 29th September, 2023.

In furtherance to the same and in compliance with Regulation 30 of the Listing Regulations, this is to further inform that the Members of the Company at the 106th Annual General Meeting of the Company held on Wednesday, 27th September, 2023 at 12 Noon IST through Two-way Video Conferencing or Other Audio-Visual Means, have approved the appointment of Shri Abhijit Ghosh, (DIN: 10042785) as a Wholetime Director to the post of Director (Human Resource and Corporate Affairs) of the Company, in the scale of pay of Rs.1,60,000 – 2,90,000/- (IDA) with effect from the date of his assumption of charge of the post till the date of his superannuation i.e. 30th November, 2027 or until further orders from the Administrative Ministry, whichever is the earlier and whose period of office shall be subject to retirement of Directors by rotation and on such other terms and conditions as contained in Letter bearing reference no. CA-31024/4/2021-PNG (39793) dated 1st February, 2023 from the Administrative Ministry and any further instructions from the Administrative Ministry.

Page 1 of 3

The brief profile of Shri Abhijit Ghosh, (DIN: 10042785) and other details are enclosed as "Annexure A".

For Balmer Lawrie & Co. Ltd.

**Sonal Sharma
Compliance Officer**

Enclosed: as above

Annexure A

The brief profile of Shri Abhijit Ghosh, (DIN: 10042785) and other details are provided hereunder:

Shri Abhijit Ghosh was appointed as an Additional Director of the Company with effect from 4th February, 2023 based on the direction of the Ministry of Petroleum and Natural Gas, Government of India vide its letter bearing reference no. CA-31024/4/2021-PNG (39793) dated 1st February, 2023. He had assumed the office as Director (Human Resource and Corporate Affairs) of the Company from the said date.

Shri Abhijit Ghosh has over 30 years of Professional experience in 4 (four) Public Sector Undertakings (PSUs) of repute. Shri Abhijit Ghosh is a seasoned professional who has worked in various HR role spanning Employee Relations, Talent Management, Organisation Change & Development, Learning & Development, HR Operations, Performance Management, Employee Engagement, etc.

Shri Abhijit Ghosh is having Post Graduate Diploma in Personnel Management from Xavier Institute of Social Service, Ranchi, prior to which he completed his Bachelor of Commerce (Honours) from Ranchi University. Shri Abhijit Ghosh has also pursued Master of Business Administration from Calcutta University and PGCHRM from XLRI, Jamshedpur.

Further, as per the requirement of the Circular no. LIST/COMP/14/2018-19 dated 20th June, 2018 and Circular no. NSE/CML/2018/24 dated 20th June, 2018 issued by BSE Limited and National Stock Exchange of India Limited, respectively on the subject of enforcement of SEBI Orders dated 14th June, 2018 regarding appointment of Directors by listed companies, we hereby affirm that Shri Abhijit Ghosh, (DIN: 10042785) is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.

Shri Abhijit Ghosh, (DIN: 10042785) does not have any inter-se relationship with other Directors of the Company.



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Date: 29th September, 2023

Ref: SECY/SE/AGM/2023

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-I, Block-G
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Company Code: **BALMLAWRIE**

Scrip Code: **523319**

Dear Sir(s)/Madam(s),

Sub.: Disclosure under Regulation 30 of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) – Appointment of Shri Rajinder Kumar, (DIN: 09651096) as Government Nominee Director of the Company at the 106th Annual General Meeting and fixation of terms of his appointment

This is with reference to our earlier intimation dated 17th May, 2023, wherein, the Company had intimated the Stock Exchanges regarding the appointment of Shri Rajinder Kumar, (DIN: 09651096) as a Non-Executive Additional Director in the designation of Government Nominee Director on the Board of the Company with effect from 16th May, 2023 and pursuant to the Voting Results of the 106th AGM of the Company disseminated to the Stock Exchanges on 29th September, 2023.

In furtherance to the same and in compliance with Regulation 30 of the Listing Regulations, this is to further inform that the Members of the Company at the 106th Annual General Meeting of the Company held on Wednesday, 27th September, 2023 at 12 Noon IST through Two-way Video Conferencing or Other Audio-Visual Means, have approved the appointment of Shri Rajinder Kumar, (DIN: 09651096) as a Government Nominee Director of the Company with effect from 16th May, 2023 for a period of three years on co-terminus basis or until further orders from the Ministry of Petroleum and Natural Gas, Government of India, (‘Administrative Ministry’), whichever is earlier and whose period of office shall be subject to retirement of Directors by rotation and on such other terms and conditions as contained in Letter bearing reference no. CA-31032/1/2021-PNG-37493 dated 16th May, 2023 from the Administrative Ministry and any further instructions from the Administrative Ministry.

The brief profile of Shri Rajinder Kumar, (DIN: 09651096) and other details are enclosed as "Annexure A".

For Balmer Lawrie & Co. Ltd.

**Sonal Sharma
Compliance Officer**

Enclosed: as above

Annexure A

The brief profile of Shri Rajinder Kumar, (DIN: 09651096) and other details are provided hereunder:

Shri Rajinder Kumar was appointed as an Additional Director of the Company in the designation of Non-Executive Government Nominee Director of the Company with effect from 16th May, 2023 based on the direction of the Ministry of Petroleum and Natural Gas, Government of India vide its letter bearing reference no. CA-31032/1/2021-PNG-37493 dated 16th May, 2023.

Shri Rajinder Kumar is currently working as Economic Adviser (IFD) with MoP&NG and holds the following qualifications:

- M. Sc. (Hons.)-Economics.
- M. Phil (Public Policy) IIPA, Delhi.
- Post Graduate Diploma in Management, IGNOU, New Delhi.
- Post Graduate Diploma in International Law and Diplomacy, Indian Society of International Law (ISIL), New Delhi.
- Regional Trade Policy Course Diploma, National University of Singapore (Singapore).
- Post Graduate Diploma in Theology, DEI, Agra.
- WTO E-Course on Agreement on Sanitary and Phyto-sanitary, WTO, Geneva, Switzerland.
- WTO E-Course on Agreement on Technical Barriers to Trade WTO, Geneva, Switzerland.
- Masters Diploma in Public Administration from IIPA, New Delhi.

Shri Rajinder Kumar has overall 20 years working experience with Government of India in various Ministries/Department including, Director (Finance) in Ministry of MSME; Financial Adviser & Chief Accounts Officers (FA&CAO) in Bhakra Beas Management Board, Ministry of Power; Director in Ministry of Defence; Deputy Economic Adviser in Ministry of Finance; Deputy Director in Department of Commerce, Trade Policy Division and Assistant Director in Ministry of Agriculture.

Further, as per the requirement of the Circular no. LIST/COMP/14/2018-19 dated 20th June, 2018 and Circular no. NSE/CML/2018/24 dated 20th June, 2018 issued by BSE Limited and National Stock Exchange of India Limited, respectively on the subject of enforcement of SEBI Orders dated 14th June, 2018 regarding appointment of Directors by listed companies, we hereby affirm that Shri Rajinder Kumar, (DIN: 09651096) is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.

Shri Rajinder Kumar, (DIN: 09651096) does not have any inter-se relationship with other Directors of the Company.