

March 5, 2019

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.
SCRIP CODE: 503960

National Stock Exchange of India Limited

Listing Department,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051
SCRIP CODE: BBL

Dear Sir / Madam,

Sub: Details of the Voting results of the Postal Ballot process and Remote E-Voting - Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in continuation of our letter dated February 4, 2019, enclosing therewith the Postal Ballot Notice dated January 24, 2019, seeking consent of Members of the Company through Special Resolutions for the following:

1. Re-appointment and Remuneration of Mr. Nikhil J. Danani (DIN: 00056514) as Managing Director of the Company, for a term of five (5) years, from June 20, 2019 to June 19, 2024 and continuation of his office beyond the age limit of 70 years;
2. Re-appointment and Remuneration of Mr. Nakul P. Mehta (DIN: 00056561) as Managing Director of the Company, for a term of five (5) years, from June 20, 2019 to June 19, 2024;
3. Continuation of directorship of Mr. Prakash V. Mehta (DIN: 00001366), Non-Executive and Independent Director, designated as Chairman, who has attained the age of above 75 Years, for his remaining term, valid upto September 10, 2019; and
4. Continuation of directorship of Mr. Rajeshwar D. Bajaj (DIN: 00087845), Non-Executive and Independent Director, who has attained the age of above 75 Years, for his remaining term, valid upto September 10, 2019;

we would like to inform you that the said Resolutions have been passed by the Members of the Company with requisite majority.



Bharat Bijlee Limited

Regd. Office: Electric Mansion, 6th Floor

Appasaheb Marathe Marg, Prabhadevi, Mumbai 400025, India

T: +91 22 2430 6237 F: +91 22 2437 0624

E: pbicorporate@bharatbijlee.com www.bharatbijlee.com

CIN: L31300MH1946PLC005017

Post-closing of voting period at 05.00 p.m. (IST) on March 5, 2019, the Scrutinizer has submitted his Report on the Results of the Postal Ballot (including remote e-voting) on March 5, 2019.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on March 5, 2019.

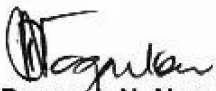
In this regard, please find enclosed the following:

- Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Scrutinizer's Report thereon dated March 5, 2019; (Annexure A)
- Details pertaining to the Re-appointment of Mr. Nikhil J. Danani and Mr. Nakul P. Mehta – (Annexure B), in compliance with Regulation 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

You are requested to take the aforementioned information on your record.

Thanking you,

Yours sincerely,
For Bharat Bijlee Limited



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

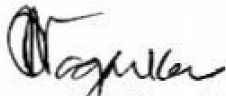


(Annexure A)

Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of declaration of results of Postal Ballot (including Remote e-Voting)	March 5, 2019
Total number of the Shareholders as on the cut-off date, i.e. as on January 18, 2019	19,310
No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none">• Promoters & Promoter Group• Public	Not Applicable
No. of shareholders attended the meeting through Video-Conferencing <ul style="list-style-type: none">• Promoters & Promoter Group• Public	Not Applicable

Yours sincerely,
For Bharat Bijlee Limited



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



Bharat Bijlee Limited

Resolution Required : (Special)			1 - Re-appointment and Remuneration of Mr. Nikhil J. Danani (DIN 00056514) as Managing Director of the Company for a further period of 5 years and continuation of his office beyond the age limit of 70 years.					
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	1890459	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1835824	97.1100	1835824	0	100.0000	0.0000
	Total		1835824	97.1100	1835824	0	100.0000	0.0000
Public Institutions	E-Voting	1069384	238425	22.2955	238425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		238425	22.2955	238425	0	100.0000	0.0000
Public Non Institutions	E-Voting	2691717	53105	1.9729	53073	32	99.9397	0.0603
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		19895	0.7391	16633	3262	83.6039	16.3961
	Total		73000	2.7120	69706	3294	95.4877	4.5123
Total		5651560	2147249	37.9939	2143955	3294	99.8466	0.1534



Bharat Bijlee Limited

Resolution Required : (Special)		2 - Re-appointment and Remuneration of Mr. Nakul P. Mehta (DIN 00056561) as Managing Director of the Company for a further period of 5 years						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1890459	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1835824	97.1100	1835824	0	100.0000	0.0000
	Total		1835824	97.1100	1835824	0	100.0000	0.0000
Public Institutions	E-Voting	1069384	238425	22.2955	238228	197	99.9174	0.0826
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		238425	22.2955	238228	197	99.9174	0.0826
Public Non Institutions	E-Voting	2691717	53105	1.9729	53073	32	99.9397	0.0603
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		19865	0.7380	16648	3217	83.8057	16.1943
	Total		72970	2.7109	69721	3249	95.5475	4.4525
Total		5651560	2147219	37.9934	2143773	3446	99.8395	0.1605


Bharat Bijlee



70
YEARS

Bharat Bijlee Limited

Resolution Required : (Special)			3 - Continuance of office of Mr. Prakash V. Mehta (DIN: 00001366), Chairman, aged about 76 years, Non-Executive and Independent Director of the Company for his remaining term valid upto September 10, 2019.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% or 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	1890459	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1835824	97.1100	1835824	0	100.0000	0.0000
	Total		1835824	97.1100	1835824	0	100.0000	0.0000
Public Institutions	E-Voting	1069384	238425	22.2955	238425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		238425	22.2955	238425	0	100.0000	0.0000
Public Non Institutions	E-Voting	2691717	53080	1.9720	53048	32	99.9397	0.0603
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		19815	0.7361	16948	2867	85.5312	14.4688
	Total		72895	2.7081	69996	2899	96.0230	3.9770
Total		5651560	2147144	37.9921	2144245	2899	99.8650	0.1350

Bharat Bijlee Limited

Resolution Required : (Special) 4 - Continuance of office of Mr. Rajeshwar D. Bajaaj (DIN: 00087845), aged about 76 years, Non-Executive and Independent Director of the Company for his remaining term valid upto September 10, 2019.

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
Promoter and Promoter Group	E-Voting	1890459	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1835824	97.1100	1835824	0	100.0000	0.0000
	Total		1835824	97.1100	1835824	0	100.0000	0.0000
Public Institutions	E-Voting	1069384	238425	22.2955	238425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		238425	22.2955	238425	0	100.0000	0.0000
Public Non Institutions	E-Voting	2691717	53080	1.9720	53048	32	99.9397	0.0603
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		19805	0.7358	16968	2837	85.6753	14.3247
	Total		72885	2.7078	70016	2869	96.0637	3.9363
Total		5651560	2147134	37.9919	2144265	2869	99.8664	0.1336


Bharat Bijlee



70
YEARS



SCRUTINIZER'S REPORT

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

To,
Chairman,
BHARAT BIJLEE LIMITED,
Electric Mansion,
6th Floor Appasaheb Marathe Marg,
Prabhadevi, Mumbai – 400025

Dear Sir,

1. I N. L Bhatia, Partner, M/s **N L Bhatia & Associates**, Practicing Company Secretaries (UIN: P1996MH055800) of Mumbai have been appointed as the Scrutinizer by the Board of **BHARAT BIJLEE LIMITED**(the Company) at its meeting held on January 24, 2019 for scrutinizing the Postal Ballot process (including e-voting) for passing the following resolution:

Special Business:

- **RE-APPOINTMENT AND REMUNERATION OF MR. NIKHIL J. DANANI (DIN 00056514) AS MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 5 YEARS AND CONTINUATION OF OFFICE BEYOND THE AGE LIMIT OF 70 YEARS**
- **RE-APPOINTMENT AND REMUNERATION OF MR. NAKUL P. MEHTA (DIN 00056561) AS MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 5 YEARS**
- **CONTINUATION OF MR. PRAKASH V. MEHTA (DIN 00001366), CHAIRMAN, AS A NON EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY DESPITE EXCEEDING THE AGE LIMIT OF 75 YEARS**
- **CONTINUATION OF MR. RAJESHWAR D. BAJAJ (DIN 00087845), AS A NON EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY DESPITE EXCEEDING THE AGE LIMIT OF 75 YEARS**



2. I have given my consent to act as Scrutinizer vide letter dated January 15, 2019. At the meeting of the Board of the Company, January 24, 2019 and Mr. Durgesh Nagarkar, Company Secretary was made responsible for the entire postal ballot process and was authorized to do all things and to take all incidental and necessary steps smooth conduct of the entire process relating to the voting by Postal Ballot including e-voting.
3. The Company has extended the facility of e-voting to the shareholders who have registered their e-mail address with the Company, by tying up with Link Intime India Private Limited e-voting facility.
4. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on Link Intime India Private Limited e-voting Website after the close of e-voting period i.e. 5:00 P.M. IST on March 05, 2019.
5. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
6. Scrutiny of ballots commenced on February 04, 2019 in my presence and continued till March 05, 2019.
7. The postal ballot forms were duly opened in the presence of my representatives and scrutinized and the share holdings were matched/confirmed with the register of members of the Company/ list of beneficiaries as on **Friday, January 18, 2019 (Cut-off Date)**
8. Particulars of all the postal ballot forms received from the members have been entered in the register.
9. All postal ballot forms received before the close of the working hours and e-voting cast up to 5.00 P.M. IST on March 05, 2019, the last date and time fixed by the Company for receipt of votes were considered for my scrutiny.
10. Envelopes containing postal ballot forms received thereafter were not considered.
11. I have not found any defaced or mutilated ballot paper.
12. With reference to the above I submit my report as under:
13. The Company completed on Wednesday, January 30, 2019 dispatch to the members of the Company, whose names were appearing on the register of members or list of beneficiaries as supplied by the depositories as on **Friday, January 18, 2019 (Cut-off Date)**, the postal ballot along with Notice dated January 24, 2019 ("the said Notice") containing the text of the resolution and



Explanatory Statement and self addressed prepaid business reply envelope by speed post.

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

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

The result of the scrutiny is as under:

RESOLUTION

- **RE-APPOINTMENT AND REMUNERATION OF MR. NIKHIL J. DANANI (DIN 00056514) AS MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 5 YEARS AND CONTINUATION OF OFFICE BEYOND THE AGE LIMIT OF 70 YEARS :**

Votes cast:

	Number of Members (evoting and Postal Ballot)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	110	2143955	99.85
(ii) Voted against the resolution	13	3294	0.15

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	15	1087



- RE-APPOINTMENT AND REMUNERATION OF MR. NAKUL P. MEHTA (DIN 00056561) AS MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 5 YEARS :

Votes cast:

	Number of Members present and voting (evoting and Postal Ballot)	Number of Votes cast by them	% of total number of valid votes cast
(iii) Voted in favour of the resolution	109	2143773	99.84
(iv) Voted against the resolution	13	3446	0.16

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	16	1117



- CONTINUATION OF MR. PRAKASH V. MEHTA (DIN 00001366), CHAIRMAN, AS A NON EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY DESPITE EXCEEDING THE AGE LIMIT OF 75 YEARS:

Votes cast:

	Number of Members present and voting (evoting and Postal Ballot)	Number of Votes cast by them	% of total number of valid votes cast
(v) Voted in favour of the resolution	107	2144245	99.86
(vi) Voted against the resolution	14	2899	0.14

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	17	1167



- CONTINUATION OF MR. RAJESHWAR D. BAJAJ (DIN 00087845), AS A NON EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY DESPITE EXCEEDING THE AGE LIMIT OF 75 YEARS:

Votes cast:

	Number of Members present and voting (evoting and Postal Ballot)	Number of Votes cast by them	% of total number of valid votes cast
(vii) Voted in favour of the resolution	108	2144265	99.87
(viii) Voted against the resolution	12	2869	0.13

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	18	1177



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

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

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

Narmita Bhatia



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

**Place: Mumbai
Date: March 05, 2019**



Details under Regulation 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

(I) Re-appointment of Mr. Nikhil J. Danani as Managing Director of the Company, for a term of five (5) years, from June 20, 2019 to June 19, 2024.		
Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	Re-appointment
2	Date of appointment / cessation (as approvable) & term of appointment	Mr. Danani is re-appointed for a further term of five (5) years, from June 20, 2019 to June 19, 2024.
3	Brief profile (in case of appointment)	Mr. Nikhil J. Danani has been employed with the Company since May, 1975 and is one of the Managing Directors, since April 1, 1990. Mr. Danani is B.E.(Mech) and M.B.A. (U.S.A) and has over 40 years of experience in the business of Transformers and Motors with vast knowledge in the field of Electrical Engineering. Mr. Danani oversees the Transformer / Projects / Finance / Secretarial / Legal / Management Accounting and Human Resources Divisions.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Nikhil J. Danani is related to Mr. Shome N. Danani, Whole-time Director of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mr. Nikhil J. Danani is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.



(II) **Re-appointment of Mr. Nakul P. Mehta as Managing Director of the Company, for a term of five (5) years, from June 20, 2019 to June 19, 2024.**

Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	Re-appointment
2	Date of appointment / cessation (as approvable) & term of appointment	Mr. Mehta is re-appointed for a further term of five (5) years, from June 20, 2019 to June 19, 2024.
3	Brief profile (in case of appointment)	Mr. Nakul P. Mehta has been employed with the Company since 1984 and is one of the Managing Directors since April 1, 1990. Mr. Mehta holds B.Sc., B.S. Mech., M.S. Engg. Mech. degrees, and has vast experience in the field of elevator business and over 30 years experience in the Electrical Engineering Industry. Mr. Mehta has successfully managed the Divisions of Electrical Motors, Magnet Technology Machines, Drives and Information Technology.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Mehta is not related to any Director on the Board of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mr. Nakul P. Mehta is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.

