

February 4, 2019

BSE Limited

Corporate Relationship Department,
Phiroze Jeejebhoy 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,

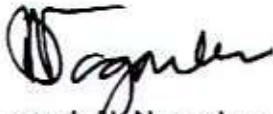
SUB: COMPLIANCE UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 - NEWSPAPER PUBLICATION

Please find enclosed the Newspaper Notice published in the Free Press Journal (All Editions) and Navshakti (Mumbai edition) which appeared on Saturday, February 2, 2019.

Request you to kindly take the same on your record.

Thanking You,

Yours sincerely,
For **Bharat Bijlee Limited**



Durgesh N. Nagarkar
Company Secretary & Senior General Manager
Legal



Encl: a/a



Bharat Bijlee
Bharat Bijlee Limited

Regd. Office: Electro Market, P.F. No. 1, Appasaheb Marathe Marg, Fort, Mumbai - 400 025.
CIN: L23000MH2005PLC006137, Phone: 022-24379697, Fax: 022-24379624
Website: www.bharatbijlee.com, Email: Members@bharatbijlee.com

NOTICE TO MEMBERS

Notice is hereby given pursuant to Section 100, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read together with the Companies (Management and Administration) Rules, 2014 ("Postal Ballot Rules"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") (including any statutory modifications or re-enactments) thereof for the time being in force, the approval of Members of Bharat Bijlee Limited ("the Company") is being sought through Postal Ballot (which includes voting by electronic means) for the following businesses as set out in the Postal Ballot Notice dated January 24, 2019, together with the Explanatory Statement relating thereto:

Special Resolutions

1. Reappointment and remuneration of Mr. Nikhil J. Dani (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;
2. Reappointment and remuneration of Mr. Nikul P. Mehta (DIN 00058661) as Managing Director of the Company for a further period of 5 years;
3. Continuation of office of Mr. Prakash V. Mehra (DIN 00001068) as a Non Executive and Independent Director of the Company despite exceeding the age limit of 75 years; and
4. Continuation of office of Mr. Rajeshwar D. Rajeaj (DIN 00067845) as a Non Executive and Independent Director of the Company despite exceeding the age limit of 75 years.

The Company has on January 30, 2019:

1. Completed the dispatch of the Postal Ballot Notice along with Postal Ballot Form and self-addressed postage pre-paid Business Reply Envelopes, to the Members whose e-mail addresses are not registered with the Company/their respective Depository Participants;
2. Sent Postal Ballot Notice along with Postal Ballot Form via e-mail to the Members, who have registered their e-mail addresses with the Company/their respective Depository Participants.

NOTICE IS FURTHER given that in compliance with the provisions of Section 106 of the Act, read with Postal Ballot Rules, and Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their votes on all resolutions set forth in the said Postal Ballot Notice using "remote e-voting" (e-voting from a place other than the venue of the General Meeting) provided by Link Intime India Private Limited ("LIPL").

Members are requested to note the following:

1. **Cut-off date** for determining right of voting of Members: **Friday, January 18, 2019**. Any person who is not a member as on the said cut-off date, shall treat the Postal Ballot Notice dated January 24, 2019, for information purpose only.
2. Day, Date and time of commencement of voting, both through Postal Ballot and through electronic mode: on **Monday, February 4, 2019, from 9.00 a.m. (IST)**.
3. Day, Date and time of end of voting: on **Tuesday, March 5, 2019 at 5.00 p.m. (IST)**. The e-voting platform would be disabled by LIPL thereafter. Once the vote on the Resolutions is exercised and confirmed by the Member, he or she shall not be allowed to modify it subsequently.
4. Postal Ballot Form received from Members after Tuesday, March 5, 2019, 5.00 p.m. (IST), shall be treated as if no response has been received from them.

The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on Friday, January 18, 2019 ("Cut-Off Date").

Members can opt for only one mode of voting, i.e., either by physical Postal Ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot form will be treated as invalid.

In case a Member is desirous of obtaining a printed Postal Ballot Form or duplicate, he or she may send an e-mail on enquiries@linkintime.co.in. The Registrar and Share Transfer Agent ("RTA") shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member. The Postal Ballot Notice, instructions and manner of e-voting process and the Postal Ballot Form can be downloaded from the links: <https://instavote.linkintime.co.in/> or www.bharatbijlee.com.

The Board has appointed Mr. Navnit L. Bhatia or failing him Mr. Bharat Upadhyay or failing him Mr. Braskar Upadhyay, Partner, Messrs N. L. Sheth & Associates, Practising Company Secretaries, Mumbai, as the Scrutinizer ("Scrutinizer") for conducting the Postal Ballot/E-Voting process, in accordance with the law and in a fair and transparent manner.

The result of the Postal Ballot (including voting through electronic means) along with the Scrutinizer's Report shall be announced on Wednesday, March 6, 2019 by 5.00 p.m. (IST), at the Registered Office of the Company and will be available on the website of the Company www.bharatbijlee.com and on LIPL's website <https://instavote.linkintime.co.in> and will also be intimated to BSE Limited www.bseindia.com and National Stock Exchange of India Limited www.nseindia.com where securities of the Company are listed.

The last date specified by the Company for receipt of the duly completed Postal Ballot Forms or e-voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved.

In case any queries, grievances or issues relating to Postal Ballot, Members are requested to write an email to enquiries@linkintime.co.in or may write to Mr. Shalish Mhatre, Associate-Technology Group, Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 063; Phone Number: 022-49186000, Extn. - 2579 or Call us : Tel : 022 -49186000 and for any queries, grievances or issues related to e-Voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enquiries@linkintime.co.in.

For Bharat Bijlee Limited
Sd/-

Durgesh N. Nagarkar

Place: Mumbai
Date: January 31, 2019
Company Secretary & Sr. General Manager
Legal