

September 9, 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,

**SUB: OUTCOME OF 72ND ANNUAL GENERAL MEETING OF THE COMPANY HELD ON
SEPTEMBER 9, 2019 & DISCLOSURE OF VOTING RESULTS**

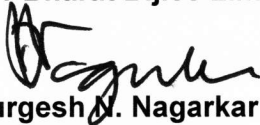
We wish to bring your kind notice that the 72nd Annual General Meeting ('AGM') of the Company was held on Monday, September 9, 2019 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai – 400 020 and all the agenda nos., viz., (1) to (9) mentioned in the Notice dated July 25, 2019, of the said AGM were discussed at the meeting. In this regard, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as '**Annexure A**';
2. Voting Results as required under Regulation 44(3) of the SEBI LODR, 2015, as '**Annexure B**';
3. Report of the Scrutinizer on e-voting and voting through ballot forms at the AGM, as required under Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto from time to time), as '**Annexure C**';

Request you to take the same on your record.

Yours sincerely,

For Bharat Bijlee Limited



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





Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto; and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]


Mr. Prakash V. Mehta
 Chairman
 72nd Annual General meeting
 Bharat Bijlee Limited
 Electric Mansion, 6th Floor,
 Appasaheb Marathe Marg, Prabhadevi,
 Mumbai - 400 025.

Dear Sir,

1. I, N. L. Bhatia, Practicing Company Secretary, have been appointed as Scrutinizer, by the Board of Directors of **Bharat Bijlee Limited** for the purpose of scrutinizing the remote e-voting, and ballot process at the Annual General Meeting and ascertaining the requisite majority on remote e-voting, and ballot process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, read with amendments made thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the 72nd Annual General Meeting (AGM) of the Equity Shareholders of the Company, held at 3.00 P.M. on Monday, September 09, 2019 at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai 400020.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the Notice of the 72nd Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting, and ballot processes at the AGM is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company, and ballot papers provided by Link Intime India Pvt. Ltd., R & T Agent, at the Annual General Meeting.
3. Further to the above, I submit my report as under:



- 3.1 The Company had provided the e-voting facility through CDSL, on their website www.evotingindia.com. The Company had uploaded all the items of business to be transacted on the website of the Company and also on the website of its Service Provider to facilitate their shareholders to cast their vote through e-voting.
- 3.2 The Notice sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto
- 3.3 As prescribed in the said Rules, the Company has also published an advertisement in The Freepress Journal (in English) and in Navshakti (in Marathi) on 17/08/2019 and it carried the required information as specified in the said rules.
- 3.4 The Members of the Company as on the "cut-off" date i.e.31st August, 2019, were entitled to vote on the resolutions (item nos. 1 to 9) as set out in the Notice of the 72nd Annual General Meeting.
- 3.5 The Chairman at the 72nd Annual General Meeting, held on Monday, September 09, 2019 had announced that Members who have not exercised their votes through Remote E-Voting may, if they wish to, exercise their votes through ballot at the Meeting.
- 3.6 The remote e-voting commenced from 9.00 a.m. on Friday, September 06, 2019 and ended at 5.00 p.m. on Sunday, September 08, 2019.
- 3.7 The votes cast were unblocked after the AGM in the presence of 2 witnesses, Vinit Bhanushali and Chandraprakash Pandey, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.





- 3.8 My combined report on the results of voting through e-voting and ballot at the Annual General Meeting is as under:



- **Item No. 1:-**

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2019, the Audited Statement of Profit and loss for the financial year ended on that date and Cash flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517571	0	100	0	2

- **Item No. 2:-**

To declare dividend on Equity Shares for the Financial Year 2018-19.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517573	2517573	0	100	0	0

- **Item No.3:-**

To appoint a Director in place of Mr. Shome N Danani (DIN: 00217787), who retires by rotation and being eligible, offers himself for reappointment.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517571	0	100	0	2



- **Item No. 4:-**

To consider the ratification of Remuneration payable to the Cost Auditors of the Company, for Financial Year 2019-20.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517571	0	100	0	2

- **Item No. 5:-**

To consider the Re-appointment of Mr. Prakash V. Mehta (DIN:00001366), Chairman, as an Independent Director of the Company, for a second term of 5 (five) consecutive years.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517571	0	100	0	2

- **Item No. 6:-**

To consider the Re-appointment of Mr. Sanjiv N. Shah (DIN:00007211), as an Independent Director of the Company, for a second term of 5 (five) consecutive years.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517571	0	100	0	2



• **Item No. 7:-**

To consider the Re-appointment of Mr. Jairaj C.Thacker (DIN:00108552), as an Independent Director of the Company, for a second term of 5 (five) consecutive years.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517521	50	99.99	0.01	2

• **Item No. 8:-**

To consider the Re-appointment of Mr. Rajeshwar D.Bajaj (DIN:00087845), as an Independent Director of the Company, for a second term of 5 (five) consecutive years.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517521	50	99.99	0.01	2

• **Item No. 9:-**

To consider the Appointment of Mrs. Mahnaz A. Curmally (DIN:06907271), as an Independent Director of the Company, for a term of 5 (five) consecutive years.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2517573	2517571	2517521	50	99.99	0.01	2

4. All the above resolutions are passed by requisite majority.
5. The Register and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under remote e-voting and voting done at the AGM through Ballot Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the 72nd AGM and the same would thereafter be handed over to Mr. Durgesh N. Nagarkar, Company Secretary and Senior General Manager, Legal, for safe keeping.



6. The above mentioned resolutions are deemed to be passed as on the date of the 72nd Annual General Meeting of the Company.

Thanking you,

Place: Mumbai

Date: 09th September, 2019

Yours faithfully,

Narvithal Bhatia

N. L. Bhatia
Practicing Company Secretary
Scrutinizer
FCS:-1176
C.P NO. 422



Countersigned
For Bharat Bijlee Limited

Durgesh N. Nagarkar

Durgesh N. Nagarkar
Company Secretary & Senior
General Manager, Legal
(Authorised by the Chairman of the Meeting)

