

Ref: CS/SE/SOA/2021-22

18.03.2022

National Stock Exchange of India Ltd.
Listing Compliance Department
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East),
MUMBAI - 400 051

The BSE Limited
Listing Compliance Department
P.J. Towers, 26th Floor,
Dalal Street,
MUMBAI - 400 001

Dear Sir / Madam,

Sub: Revised Consolidated Scrutinizer's Report for the meeting of Equity Shareholders held on 25.02.2022.

Ref: BEML Letter No. CS/SE/SOA/186 dated 25.02.2022- Reg.

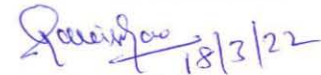
Pursuant to MCA order dated 13.01.2022, a meeting of Equity Shareholders was held on 25.02.2022 and accordingly results of the meeting along with Consolidated Scrutinizer's Report was submitted to stock exchanges on 25.02.2022. Further, the results of the meeting along with Chairman's report was filed with MCA on 03.03.2022.

MCA vide its letter dated 11.03.2022 has mentioned that the details of e-voting at the EGM were not captured in the Consolidated Scrutinizer's Report whereas the same was included in Chairman's Report submitted to MCA. It is observed that the Scrutinizer had inadvertently included the votes casted during the e-voting at the EGM in the votes casted during remote e-voting process. Hence, the Consolidated Scrutinizer's Report is revised by reclassifying the votes casted during the remote e-voting and e-voting at the EGM appropriately and provided in the table under the subject "(i) Voted in favour of the resolution" at page No.2 of the said Report, which is enclosed herewith.

With the aforesaid reclassification, the total number of votes casted in favour of the resolution remain unchanged and there is no further change in the Consolidated Scrutinizer's Report submitted earlier.

We request you to kindly take the same on record.

Yours faithfully
For BEML LIMITED



(S V Ravisekhar Rao)
Company Secretary & Compliance Officer



Encl: As above

ಪ್ರಧಾನ ಕಛೇರಿ Corporate Office:
'ಬೆಂಗಳೂರು', ೨೩/೧, ೪ನೇ ಮುಖ್ಯ ರಸ್ತೆ, ಸಂಪಂಗಿರಾಮನಗರ, ಬೆಂಗಳೂರು - ೫೬೦೦೨೭. ದೂರವಾಣಿ ಸಂಖ್ಯೆ : +೯೧೮೦೨೨೯೬೨೨೧೨೦೬೫

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CIN:L35202KA1964GOI001530, GST NO. 29AAACB8433D1ZU

www.bemlindia.in



Annexure B

REVISED CONSOLIDATED SCRUTINIZER'S REPORT

To,

The Chairman and Managing Director and Chairperson of the meeting appointed by MCA,
Extraordinary General Meeting of the Equity Shareholders of
BEML Limited
held on 25.02.2022 through Video Conferencing

Dear Sir/Madam,

We, **M/s. Velichety & Co., Chartered Accountants**, represented by **CA V. Vijaya Raghava Rao, Partner**, were appointed as the Scrutinizer in connection with the Extra-ordinary General Meeting (Shareholders Meeting) of the Equity Shareholders of **BEML Limited**, held on **25.02.2022** through **Video Conferencing**, between **11:30 A.M** and **12.15 P.M** for the purpose of scrutinizing the remote e-voting and voting through electronic means at the Shareholders Meeting in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the SEBI Listing Regulations 2015 on the resolutions referred to in this report. The said EGM was held through Video Conferencing pursuant to MCA order dated 13.01.2022 directing to convene the meeting, read with section 230-232 of the Companies Act, 2013 and MCA General Circular No.20/2021 dated 08.12.2021 in view of the prevailing Covid-19 pandemic situation for approving the Scheme of Arrangement for Demerger between BEML Limited (Demerged Company) and BEML Land Assets Limited (Resulting Company) and their respective Shareholders & Creditors.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through electronic means at the Meeting on the resolutions contained in the Notice of the Shareholders Meeting of the Company. Our responsibility as a Scrutinizer for the voting process through electronic means as mentioned above is restricted to make a consolidated scrutinizer's report on the votes cast "For" or "Against" the resolutions stated in the notice of the Shareholders Meeting, based on the report generated from the e-voting system provided by M/s. NSDL ("the E-Voting Service Provider") authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means.





We submit our report as under:

1. The remote e-voting remained open between 09.00 a.m on 21.02.2022 and 05.00 p.m on 24.02.2022.
2. The Equity Shareholders holding shares as on the "cut-off date" i.e 18.02.2022 were entitled to vote on the proposed resolution for approving the Scheme of Arrangement for Demerger between BEML Limited and BEML Land Assets Limited and their respective shareholders & creditors as mentioned in the Notice calling Shareholders Meeting of the Company.
3. The Company has also provided electronic voting system at Shareholders Meeting to enable the shareholders to cast the votes in case the same has not been casted by them through remote e-voting.
4. Remote e-voting was unblocked on 25.02.2022 at around 01.00 PM and after the conclusion of the Shareholders Meeting and voting at the meeting, it was unblocked on the same day and time as mentioned above in the presence of two witnesses namely Mrs. V Padmavathy residing at Bengaluru and Mr. R.S.S. Jagadeeshwara Rao also residing at Bengaluru, who are not in the employment of the Company.
5. Thereafter, the NSDL provided the details of equity shareholders, who voted "For" or "Against" through remote e-voting and voting at Shareholders Meeting by electronic means.
6. The Consolidated report on the results of remote e-voting and voting at Shareholders Meeting, by limiting to 2 decimals, is placed as under:

Special Resolution - To consider and approve the Scheme of Arrangement between BEML Limited and BEML Land Assets Limited and their respective shareholders and creditors ("the Scheme") for Demerger of Identified Surplus and Non-core Assets:

(i) Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>Number of members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	377	30983371	99.99
E-voting at EGM	05	491	0.00
Total	382	30983862	99.99





(ii) Voted **against** the resolution:

<i>Mode of Voting</i>	<i>Number of members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	1376	0.01
E-voting at EGM	-	-	
Total	21	1376	

(iii) **Invalid / Abstain** votes:

<i>Total number of members (in person or by proxy) Whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

Thanking you,

Yours faithfully,
For **Velichety & Co.**
Chartered Accountants

CA V. Vijaya Raghava Rao
Partner
M. No. 028453
FRN No. 004588S
Scrutinizer
UDIN: **22028453AFARWB9809**
Dated: 16.03.2022
Place: Bengaluru





We, the undersigned, have witnessed that the votes were unblocked from NSDL's e-voting website <https://evoting.nsdl.com> in our presence on 25.02.2022 at around 01:00 PM and voting through at e-EGM on the same day and time.

1. Mrs. V Padmavathy
WITNESS *Padmavathy*
D/o: V Narasimha Rao
Address: No.76, Kasturi Complex, II Floor
Mission Road, Bengaluru - 560027

2. Mr. R.S.S. Jagadeeshwara Rao
WITNESS *R.S.S. Jagadeeshwara Rao*
S/o: R.V. Chalapathi Rao
Address: No.76, Kasturi Complex, II Floor
Mission Road, Bengaluru - 560027

Amit Banerjee
अमित बनर्जी/AMIT BANERJEE
कायदा एवं प्रबंध निदेशक/Chairman & Managing Director
बीईएल लिमिटेड BEML LIMITED
'बेयल सौधा', 23/1, चौथा मंज, 4th Main, S.R.Nagar
BEML Spudha, 23/1, 4th Main, S.R.Nagar
बेयल / BENGALURU - 560 027.

