

BCL/SEC/19-20/

07 AUGUST 2019

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
P.J.Towers, Dalal Street,
Fort,
MUMBAI-400 001

The Manager,
Listing Department,
The National Stock Exchange of India Ltd,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI-400 051

Company's Scrip Code: 500060

Company's Scrip Code: BIRLACABLE

Dear Sir,

Sub: Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the voting results of the 27th Annual General Meeting of the Company held on Tuesday, 6th August, 2019 at 9.00 a.m. at the registered office of the Company situated at Udyog Vihar, P.O. Chorhata, Rewa (M.P.) - 486 006. The mode of voting was remote e-voting and poll for the 27th Annual General Meeting (AGM) of the Company. The details of the Voting Results is as under:

1.	Date of AGM	6 th August, 2019
2.	Total number of shareholders on record date (as on 30 th July, 2019)	33516
3.	No. of shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group (Please refer Note)	5
	Public	48
4.	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	NIL
	Public	NIL

(Note: Out of Five (5) Members from Promoters and Promoter Group, there was one member's representative, who attended the meeting but without proxy)

James G. G.

The details of voting results in respect of Ordinary/Special Resolutions for Ordinary as well as Special Businesses as set out under Item No(s) 1, 2, 4, 5, 6 and 7 of the Notice dated 17th May, 2019 for 27th AGM of the Company are given in Annexure 'A', except the voting results on the Resolution/Ordinary Item of business No. 3, regarding "Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment" as specified in the notice dated 17th May, 2019 for the 27th AGM of the Company, due to the following reason:

The Hon'ble High Court at Calcutta vide an order dated 2nd August, 2019 passed in G.A. No. 1735 of 2019 (newly numbered as G.A. No. 43 of 2019) in TS 6 of 2004 in the Goods of Priyamvada Devi Birla (Deceased) and Harsh Vardhan Lodha & Ors. v/s Arvind Kumar Newar & Ors. has passed an order, extract of which to the extent prima facie relevant, is stated herein:

"It has been brought to the notice of this Court that the election process for re-election of Mr. Harsh Vardhan Lodha as the Director and/or Chairman of the company mentioned above has already started, this Court is not inclined to stay the election process for the present. However, to protect the interest of the parties and to decide the applications, this Court on an urgent basis directs that the election process shall continue and shall be completed within the time scheduled but the result of the election shall not be made public until expiry of six weeks from date or without leave of the Court, whichever happens earlier."

However, the Company is not a party to such litigation.

The results in respect of the ordinary item of business relating to re-appointment of Shri Harsh V. Lodha as the Director/Chairman of the Company, (as briefly stated herein) shall not be made public until expiry of six weeks from date (i.e. 6th August, 2019) or without leave of the Court, whichever happens earlier.

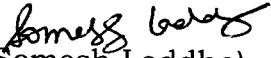
"Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment."

This is without prejudice to the Company's rights and contentions in law.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
for Birla Cable Limited.


(Somesh Laddha)
Company Secretary

Encl: As above.

R. K. Mishra & Associates

Company Secretaries

Off: Shop No. 8, K.B. Complex, Near Bus Stand, Semariya Chowk, Satna (M.P.) 485001

E-mail: rajeshm1973@indiatimes.com, rachitfinance@gmail.com

Ph.: (07672) 229347, Mob.: 9425172829

Date

Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

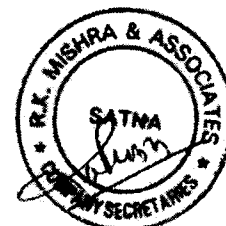
To,

The Chairman of 27th Annual General Meeting of the Members of Birla Cable Limited held on Tuesday, 6th August, 2019 at the Registered Office of the Company at Staff Health and Recreation Centre, Udyog Vihar, P.O. Chorhata, Rewa (M.P.) - 486006

Dear Sir

1. I, Rajesh Kumar Mishra, Company Secretary in practise, was appointed as a Scrutinizer by the Board of Directors of Birla Cable Limited (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) in fair and transparent manner as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions set out in the Notice dated 17th May, 2019 for 27th Annual General Meeting (AGM) of the members of the Company, held on 6th day of August, 2019 at 9.00 A.M. at the Registered Office of the Company at Staff Health and Recreation Centre, Udyog Vihar, P.O. Chorhata, Rewa (M.P.) -486006.
2. I and Shri Hemant Singh, Chartered Accountant in Practise were appointed as Scrutinizers by the Board of Directors of the Company for the purpose of scrutinizing the voting through ballot process (poll) in fair and transparent manner at the 27th Annual General Meeting of the members of Company as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 17th May, 2019 for the 27th AGM of the members of the Company, held on 6th day of August, 2019 at 9.00 A.M. at the Registered Office of the Company at Staff Health and Recreation Centre, Udyog Vihar, P.O. Chorhata, Rewa (M.P.) - 486006.
3. 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 (i.e. by remote e-voting) and voting through ballot process (poll) at the 27th AGM for the resolutions contained in the Notice dated 17th May, 2019 for the 27th AGM of the members of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and Poll at the 27th AGM of the Company is restricted to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above.

Page 1 of 5



4. Separate Scrutinizer's Report dated 7th August, 2019 on the remote e- voting and Scrutinizers Report dated 7th August, 2019 on the poll have been issued on the resolutions contained in the notice dated 17th May, 2019 for the 27th AGM of the Company.
5. Based on reports generated from the e-voting website of CDSL and voting through poll at the 27th AGM of the Company, the consolidated report on the results of voting in respect of Ordinary/Special Resolutions for Ordinary as well as Special Businesses as set out under Item No(s) 1, 2, 4, 5, 6 and 7 of the Notice dated 17th May, 2019 for 27th AGM of the Company are given hereunder except the consolidated report on the voting results on the Resolution/Ordinary Item of business No. 3, due to following reason:

The Hon'ble High Court at Calcutta vide an order dated 2nd August, 2019 passed in G.A. No. 1735 of 2019 (newly numbered as G.A. No. 43 of 2019) in TS 6 of 2004 in the Goods of Priyamvada Devi Birla (Deceased) and Harsh Vardhan Lodha & Ors. v/s Arvind Kumar Newar & Ors. has passed an order, extract of which to the extent prima facie relevant, is stated herein:

"It has been brought to the notice of this Court that the election process for re-election of Mr. Harsh Vardhan Lodha as the Director and/or Chairman of the company mentioned above has already started, this Court is not inclined to stay the election process for the present. However, to protect the interest of the parties and to decide the applications, this Court on an urgent basis directs that the election process shall continue and shall be completed within the time scheduled but the result of the election shall not be made public until expiry of six weeks from date or without leave of the Court, whichever happens earlier."

However, the Company is not a party to such litigation.

The results in respect of the ordinary item of business relating to re-appointment of Shri Harsh V. Lodha as the Director/Chairman of the Company, (as briefly stated herein) shall not be made public until expiry of six weeks from date (i.e. 6th August, 2019) or without leave of the Court, whichever happens earlier.

"Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment."

This is without prejudice to the Company's rights and contentions in law.

Resolution No. 1: As an Ordinary Resolution

Description of Resolution

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1	78	17160084	100%	8	800	0%	1	124241



Resolution No. 2: As an Ordinary Resolution**Description of Resolution**DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
2	79	17160283	100%	1	100	0%	1	124241

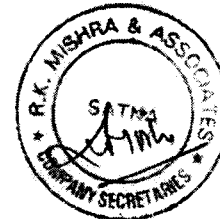
Resolution No. 3: As an Ordinary Resolution**Description of Resolution**

RE-APPOINTMENT OF SHRI HARSH V. LODHA (DIN: 00394094) AS A DIRECTOR, WHO RETIRES BY ROTATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
3	Please refer reason stated in point no. 5 above							

Resolution No. 4: As a Special Resolution**Description of Resolution**RE-APPOINTMENT OF SMT. ARCHANA CAPOOR (DIN: 1204170) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE (5) CONSECUTIVE YEARS WITH EFFECT FOM 10TH NOVEMBER, 2019 TO 9TH NOVEMBER, 2024.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
4	76	17159083	99.99%	9	1800	0.01%	1	124241



Resolution No. 5: As an Ordinary Resolution**Description of Resolution**

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2020.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
5	77	17160083	100%	8	800	0%	1	124241

Resolution No. 6: As an Ordinary Resolution**Description of Resolution**

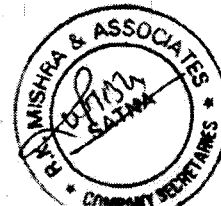
REMUNERATION/ COMPENSATION TO THE NON-EXECUTIVE DIRECTORS INCLUDING INDEPENDENT DIRECTORS OF THE COMPANY.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
6	77	17160083	100%	8	800	0%	1	124241

Resolution No. 7: As a Special Resolution**Description of Resolution**

REMUNERATION/COMPENSATION BY WAY OF PROFIT RELATED COMMISSION OR OTHERWISE AS PERMISSIBLE OF AN AMOUNT NOT EXCEEDING 0.75% OF NET PROFIT OF THE COMPANY FOR THE FINANCIAL YEAR 2019-20 TO SHRI HARSHV LODHA (DIN:00394094), NON-EXECUTIVE CHAIRMAN OF THE COMPANY.

Resolution No.	Votes in favour			Votes against			Invalid votes (Please refer Note 1)	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
7	77	17160083	100%	8	800	0%	1	124241



Note 1:

Votes found to be invalid since proxy not submitted.
Votes also not exercised in terms of order dated 02.08.2019 passed by the Hon'ble Calcutta High Court in G.A. No. 1735 of 2019 in T. S. No. 6 of 2004.

6. No vote has been polled on 4410 equity shares lying in unclaimed suspense account in respect of which rights remain frozen till the rightful owner of such shares claim the shares.
7. Based on reports generated from the e-voting website of CDSL and voting through poll at the 27th AGM of the Company, I have also submitted a consolidated report on the results of voting in respect of Ordinary/Special Resolutions for Ordinary as well as Special Businesses as set out under Item No(s) 1, 2, 3, 4, 5, 6 and 7 of the Notice dated 17th May, 2019 for 27th AGM of the Company including the consolidated report on the voting results on the Resolution/Ordinary Item of business No. 3, regarding "Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment" as specified in the notice dated 17th May, 2019 for the 27th AGM of the Company, separately on the even date i.e. 07.08.2019, which shall not be made public by the Company till such period as per the order of the Hon'ble High Court of Calcutta as mentioned above in point no. 5.
8. The Register and all other papers relating to remote e-voting as well that of Poll conducted through Ballot Process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 27th Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping. The ballot / poll paper and other relevant records were sealed and handover to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For: - R.K. Mishra & Associates
(Company Secretaries)



Rajesh Kumar Mishra
(Partner)
CP No. 4433
FCS No. 5383

Place: Satna (M.P.)
Date: 7th August, 2019

Countersigned by:
For Birla Cable Limited

Somesh Laddha
(Somesh Laddha)
Company Secretary

Resolution 1:	Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon.									
Resolution required: (Ordinary/ Special)	Ordinary									
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	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		16802075		16802075	0	100.00	0.00		
	Poll		0		0	0	0.00	0.00		
	Total	19905743	16802075	84.41	16802075	0	100.00	0.00		
Public - Institutions	E-Voting				0	0	0.00	0.00		
	Poll				0	0	0.00	0.00		
	Total	58096	0	0.00	0	0	0.00	0.00		
Public - Non Institutions	E-Voting		341383		340583	800	99.77	0.23		
	Poll		17426		17426	0	100.00	0.00		
	Total	10036161	358809	3.58	358009	800	99.78	0.22		
Total		30000000	17160884	57.20	17160884	800	100.00	0.00		
Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1										
Resolution 2:	Declaration of Dividend on Equity Shares for the financial year ended March 31, 2019.									
Resolution required: (Ordinary/ Special)	Ordinary									
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	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		16802075		16802075	0	100.00	0.00		
	Poll		0		0	0	0.00	0.00		
	Total	19905743	16802075	84.41	16802075	0	100.00	0.00		
Public - Institutions	E-Voting				0	0	0.00	0.00		
	Poll				0	0	0.00	0.00		
	Total	58096	0	0.00	0	0	0.00	0.00		
Public - Non Institutions	E-Voting		340882		340782	100	99.97	0.03		
	Poll		17426		17426	0	100.00	0.00		
	Total	10036161	358308	3.57	358208	100	99.97	0.03		
Total		30000000	17160383	57.20	17160283	100	100.00	0.00		
Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1										



bonny's love

Resolution 3:		Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation and being eligible offered himself for re-appointment.									
Resolution required: (Ordinary/ Special)		Ordinary									
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			
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	Poll										
	Total										
	Total										
Public - Institutions	E-Voting										
	Poll										
	Total										
	Total										
Public - Non Institutions	E-Voting										
	Poll										
	Total										
	Total										

Resolution 4: Re-appointment of Smt.Archana Kapoor (DIN: 1204170) as an Independent Director of the Company, for a second term of five (5) consecutive years, w.e.f. 10th November, 2019 to 9th November 2024.

Resolution required: (Ordinary/ Special)		Special									
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			
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	Poll		16802075		16802075	0	100.00	0.00			
	Total	19905743	16802075	84.41	16802075	0	100.00	0.00			
	Total										
Public - Institutions	E-Voting										
	Poll										
	Total	58096	0	0.00	0	0	0.00	0.00			
	Total										
Public - Non Institutions	E-Voting										
	Poll		341382		339582	1800	99.47	0.53			
	Total	10036161	17426	3.58	17426	0	100.00	0.00			
	Total	30000000	358808	57.20	357008	1800	99.50	0.50			
Total					17159083	1800	99.99	0.01			

Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1



Sanjay Lodha

Resolution 5: Ratification of Remuneration to be paid to Cost Auditors for the financial year ending March 31, 2020.

Resolution required: (Ordinary/ Special)	Ordinary										
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	(7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		16802075		16802075	0	100.00	0.00			
	Poll		0		0	0	0.00	0.00			
	Total	19905743	16802075	84.41	16802075	0	100.00	0.00			
Public - Institutions	E-Voting		0		0	0	0.00	0.00			
	Poll		0		0	0	0.00	0.00			
	Total	58096	0	0.00	0	0	0.00	0.00			
Public - Non Institutions	E-Voting		341382		340582	800	99.77	0.00			
	Poll		17426		17426	0	100.00	0.23			
	Total	10036161	358808	3.58	358808	800	99.78	0.00			
Total		30000000	17160883	57.20	17160083	800	100.00	0.22			

Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1

Resolution 6: Remuneration/compensation to Non-Executive Directors including Independent Directors.

Resolution required: (Ordinary/ Special) Ordinary

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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		16802075		16802075	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	19905743	16802075	84.41	16802075	0	100.00	0.00
Public - Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	58096	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		341382		340582	800	99.77	0.00
	Poll		17426		17426	0	100.00	0.23
	Total	10036161	358808	3.58	358808	800	99.78	0.22
Total		30000000	17160883	57.20	17160083	800	100.00	0.22

Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1

CARTE LINA
BIRLA
* LEWA *

James S. Boyd

Resolution 7:	Remuneration/compensation by way of profit related commission or otherwise as permissible of an amount not exceeding 0.75% of net profit of the Company for the financial year 2019-20 to Shri Harsh V. Lodha, Non-Executive Non Independent Chairman of the Company.							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/ resolution?	No.							
Category	Mode of Voting	of No. of shares held	of 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		16802075		16802075	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	19905743	16802075	84.41	16802075	0	100.00	0.00
Public - Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Total	58096	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		341382		340582	800	99.77	0.23
	Poll		17426		17426	0	100.00	0.00
	Total	10036161	358808	3.58	358008	800	99.78	0.22
Total		30000000	17160883	57.20	17160083	800	100.00	0.00

Invalid Votes: 124241(Promoter and Promoter Group category)- Please refer Note No.1

Note 1:
 Votes found to be invalid since proxy not submitted. Votes also not exercised in terms of order dated 02.08.2019 passed by the Hon'ble Calcutta High Court in G.A. No. 1735 of 2019 in T. S. No. 6 of 2004.



Amresh Bose