

15th June, 2019

Scrip Code: 532290/ BLBLIMITED
ISIN No.: INE791A01024

To,
The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

To,
The Manager (Listing)
**National Stock Exchange of India
Limited**
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai-400 051

Subject : *Minutes of Postal Ballot*

Sir/Ma'am,

In furtherance of our intimation dated 20th May, 2019, with respect to disclosure of Voting results of Postal Ballot, please find herewith duly signed copy of minutes of Postal Ballot.

We request you to kindly take the above on record.

For **BLB LIMITED**



(VARSHA YADAV)
COMPANY SECRETARY

Encl: a/a

BLB Limited

CIN - L67120HR1981PLC051078
Corporate Member : NSE & BSE

Corporate Office : H No 4760-61/23, 3rd Floor, Ansari Road, Darya Ganj, New Delhi -110 002 Tel. : 011-49325600
Registered Office : SCO (Shop Cum Office) No. 22, Spring Field Colony, Extension No. 1, Near Sector-31-32, Faridabad - 121003, Haryana
Website : www.blblimited.com, Email : infobl@blblimited.com

MINUTES OF THE PROCEEDINGS OF PASSING OF RESOLUTIONS THROUGH POSTAL BALLOT OF BLB LIMITED ON SATURDAY, 18TH MAY, 2019 BEING THE LAST DATE FOR RECEIPT OF POSTAL BALLOT FORMS AND REMOTE EVOTING AT THE CORPORATE OFFICE OF THE COMPANY AT H. NO. 4760-61/23, 3RD FLOOR, ANSARI ROAD, DARYAGANJ, NEW DELHI-110002

PRESENT:

BRIJ RATTAN BAGRI : **CHAIRMAN**
VIKRAM RATHI : **EXECUTIVE DIRECTOR**

IN ATTENDANCE

VARSHA YADAV : **COMPANY SECRETARY**

Sh. Brij Rattan Bagri, Chairman of the Company authorized, Mr. Vikram Rathi, Executive Director of the Company to declare Postal Ballot Result.

Board of Directors of the Company, based on the recommendation of the Nomination & Remuneration Committee of the Board, in their meeting held on April 09, 2019 accorded approval to conduct postal ballot pursuant to provisions of Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 22 the Companies (Management and Administration) Rules, 2014 ("the Rules") and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), to seek consent of the members by way of the proposed resolutions appended below through postal ballot including voting by Remote e-voting;

S. No.	Subject of the resolution	Type of resolution
1	Shifting of Registered Office of the Company from State of Haryana to National Capital Territory (NCT) of Delhi	Special Resolution
2	Approval for appointment of Sh. Chitter Kumar Aggarwal (DIN: 00038502) as an Independent Director of the Company	Ordinary Resolution
3	Approval for appointment of Sh. Ram Pal Sharma (DIN: 02785619) as an Independent Director of the Company	Ordinary Resolution

The Postal Ballot notice dated April 09, 2019 was sent to Members of the Company, whose names appeared on the Register of Members / List of Beneficial Owners as on

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Friday, April 12, 2019 (i.e. cut-off date). The company had sent notice of Postal Ballot along with postal form and e-voting details by e-mail to those shareholders whose e-mail IDs were registered with the Company / RTA. For those Members whose e-mail addresses were not registered with company/RTA, dispatch of notice of postal ballot along with the postal ballot forms and the self-addressed postage stamped Envelope in physical form were sent separately by permitted mode. Accordingly, Postal Ballot Notice dispatched to the members on Thursday, 18th April, 2019 along with Postal Ballot Form ("Form") and the self-addressed postage stamped Envelope.

Further, in compliance with the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and any other applicable provisions, if any, the Company had also availed the E-Voting facility offered by NDSL for conducting e-Voting by the members of the Company. The shareholders were requested to return the postal ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer not later than 05:00 p.m. on May 18, 2019.

The Board of Directors through a resolution passed at the Board Meeting held on April 09, 2019 had appointed Mr. Rupesh Agarwal (Membership No. 16302), Managing Partner and failing him, Mr. Lakhan Gupta (Membership No. A36583) and failing him, Mr. Shashikant Tiwari (Membership No. 28994) Partners of M/s Chandrasekaran Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

After due scrutiny of all the Postal Ballot Forms received up to close of working hours on May 18, 2019 (being the last date fixed for return of the duly filed in Postal Ballot forms by the Members), Mr. Shashikant Tiwari (Membership No. 28994) the scrutinizer submitted a report addressed to the Chairman or any other Director authorized by the Board of the Company on May 20, 2019.

On the basis of above said Reports of the Scrutinizer, following resolutions were passed by the shareholders of the Company with requisite majority.

1. SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM STATE OF HARYANA TO NCT OF DELHI

"RESOLVED THAT pursuant to the provisions of Sections 12, 13 of the Companies Act, 2013 and read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to the approval of the Central Government (power delegated to Regional Director) and/or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the State of Haryana to National Capital Territory (NCT) of Delhi

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and that Clause II of the Memorandum of Association of the Company be substituted with the following clause:

II. The Registered Office of the Company will be situated in the National Capital Territory (NCT) of Delhi.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall deem to include any of its duly constituted Committee) or any officer/executive/representative and/or any other person so authorized by the Board, be and are hereby authorized to file necessary e-forms with Registrar of Companies, Delhi & Haryana, file applications/petitions, issue notices, advertisements, obtain orders for shifting of Registered Office from the authorities concerned and to do all such acts, deeds, filings, matters and things and execute all such deeds, documents, instruments and writings as may be required, with powers on behalf of the Company to settle all questions, difficulties or doubts that may arise in this regard and delegate all or any of its powers herein conferred to any Director(s), Officer(s) and/or the Consultant of the Company, if required, as it may in its absolute discretion deem it necessary or desirable to take all necessary steps to give effect to the above resolution."

The summarized detail of voting (remote E-voting and physical Postal Ballot) on above **Special Resolution** as per Scrutinizer's Report is given hereunder. The Resolution was passed by Members with requisite majority. The voting result in respect of this item is given below:

	Particulars	E-Voting		Physical Ballot		Total	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	45990417	6	178701	28	46169118
Less:	Total No. of Members & Invalid/ Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercise/ partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	45990417	6	178701	28	46169118

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Res. No. 1	E-VOTING		PHYSICAL BALLOT		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them	
Favour	22	45990417	6	178701	28	46169118	100.00
Against	0	0	0	0	0	0	0.00
Total	22	45990417	6	178701	28	46169118	100.00

2. APPROVAL FOR APPOINTMENT OF SH. CHITTER KUMAR AGGARWAL AS AN INDEPENDENT DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof), Sh. Chitter Kumar Aggarwal (DIN: 00038502), who was designated as an Independent Director of the Company by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and shall hold office for a period of five consecutive years from the date of appointment i.e. 20th September, 2018 up till 19th September, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The summarized detail of voting (remote E-voting and physical Postal Ballot) on above **Ordinary Resolution** as per Scrutinizer’s Report is given hereunder. The Resolution was passed by Members with requisite majority. The voting result in respect of this item is given below:

Particulars	E-Voting		Physical Ballot		Total	
	Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
Total No. of Members & Shares held by them	22	45990417	6	178701	28	46169118

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Less:	Total No. of Members & Invalid/ Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercise/ partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	45990417	6	178701	28	46169118

Res. No. 2	E-VOTING		PHYSICAL BALLOT		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them	
Favour	22	45990417	6	178701	28	46169118	100.00
Against	0	0	0	0	0	0	0.00
Total	22	45990417	6	178701	28	46169118	100.00

3. APPROVAL FOR APPOINTMENT OF SH. RAM PAL SHARMA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof), Sh. Ram Pal Sharma (DIN: 02785619), who was appointed as an Additional Director in the capacity of an Independent Director of the Company by the Board of Directors w.e.f. 20th September, 2018, and who holds office till the date of the AGM in terms of Section 161 of the Companies Act, 2013 be and is hereby appointed as a Director in the category of Independent Director of the Company, not liable to retire by rotation and shall hold office for a period of five consecutive years from the date of appointment i.e. 20th September, 2018 up till 19th September, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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The summarized detail of voting (remote E-voting and physical Postal Ballot) on above **Ordinary Resolution** as per Scrutinizer's Report is given hereunder. The Resolution was passed by Members with requisite majority. The voting result in respect of this item is given below:

	Particulars	E-Voting		Physical Ballot		Total	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	45990417	6	178701	28	46169118
Less:	Total No. of Members & Invalid/ Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercise/ partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	45990417	6	178701	28	46169118

Res. No. 3	E-VOTING		PHYSICAL BALLOT		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them	
Favour	22	45990417	6	178701	28	46169118	100.00
Against	0	0	0	0	0	0	0.00
Total	22	45990417	6	178701	28	46169118	100.00

DATE
PLACE

13/06/2019
NEW DELHI


(BRIJ RATTAN BAGRI)
CHAIRMAN

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