



बामर लॉरी एण्ड कं. लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie & Co. Ltd.
(A Government of India Enterprise)

सचिव का विभाग

21, नेताजी सुभाष रोड, कोलकाता - 700 001 (भारत)
फोन : (91) (33) 2222 5322 / 5314 / 5209

SECRETARY'S DEPARTMENT

21, Netaji Subhas Road, Kolkata-700 001 (INDIA)
Phone : (91) (33) 2222 5322 / 5314 / 5209

Information under Clause 35A of Listing Agreement

Details regarding Voting Results

Name of the Company	:	BALMER LAWRIE & CO. LIMITED
Date of the AGM	:	24 SEPTEMBER 2013
Total No. of shareholders on Book Closure / Record Date	:	22,407
Total No. of shareholders present in the AGM either in person or through Proxy	:	
a) Promoters/Promoter Group	:	NIL
b) Public	:	2625 [including Proxy & Representative of Balmer Lawrie Investments Ltd]
No. of Shareholders attended the meeting through Video Conferencing	:	NIL since no Video Conferencing was held

(Agenda-wise)

Item No. 1

Consideration of the Audited Balance Sheet as on 31st March 2013 and the Profit & Loss Account for the financial year ended 31st March 2013, and the Reports of the Auditors and the Board of Directors.

Resolution

"RESOLVED THAT the Audited Profit and Loss Account of the Company for the financial year ended on 31st March 2013 and Balance Sheet as on that date,

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together with Reports of the Board of Directors and Auditors thereon along with the Comments of the Comptroller & Auditor General of India on the Accounts of the Company, already circulated to the members, be and are hereby received, considered and adopted.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried with requisite majority.

Item No. 2

Declaration of Dividend

Resolution

“RESOLVED THAT in accordance with the recommendation of the Board of Directors a dividend on 2,85,00,641 Equity Shares of Rs 10/- each of the Company – including 1,22,14,560 Bonus Shares allotted on 25th May, 2013 -- at the rate of Rs 17.60 (Rupees Seventeen and sixty paise only) per Equity share for the financial year ended 31 March 2013 be and is hereby declared on all the issued Equity Shares of the Company and be paid out of the profits of the Company for the financial year as mentioned above to those Members whose names appear on the Company’s Register of Members at the close of business hours on 10 September 2013 or whose names are placed on the Register of Members based on valid share transfers lodged with the Company or the Registrar and Share Transfer Agent on or before the close of business hours on the said 10 September 2013 as the Registered Holders of the said shares and to those “Deemed Members” whose names appear in the statement of Beneficial ownership furnished by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as at the close of business hours on 10 September 2013, without deduction of Tax at source.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried unanimously.

Item No. 3

Appointment of Directors retiring by rotation

Resolution

“RESOLVED THAT Shri P P Sahoo, a Director retiring under Section 256 of the Companies Act, 1956 be and is hereby reappointed a Director of the Company.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried with requisite majority.



Item No. 4

Appointment of Directors retiring by rotation

Resolution

“RESOLVED THAT Shri Virendra Sinha, a Director retiring under Section 256 of the Companies Act, 1956 be and is hereby reappointed a Director of the Company.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried unanimously.

Item No. 5

Fixation of Auditors' Remuneration for the financial year 2013-14

Resolution

“RESOLVED THAT pursuant to Section 619, read with Section 224 (8) (aa) of the Companies Act, 1956 (“the Act”), the Board of Directors be and is hereby authorized to determine the amount of remuneration payable to the Auditors appointed under Section 619 of the Act, by the Comptroller and Auditor General of India including the cost of reimbursement of out-of-pocket expenses incurred in connection with the audit of accounts of the Company for the financial year 2013-14 by the said Auditors.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried unanimously.

SPECIAL BUSINESS

Item No. 6

Appointment of Director under Section 257 of the Companies Act, 1956

Resolution

“RESOLVED THAT pursuant to the provisions of Section 257 of the Companies Act, 1956, Shri VLVSS Subba Rao, Government Nominee Director be and is hereby appointed a Director, whose period of office as such Director shall be subject to determination by retirement of directors by rotation.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried with requisite majority.



Item No. 7

Appointment of Director under Section 257 of the Companies Act, 1956

Resolution

“RESOLVED THAT pursuant to the provisions of Section 257 of the Companies Act, 1956, Shri Prabal Basu, Wholetime Director be and is hereby appointed a Director, whose period of office as such Director shall be subject to determination by retirement of directors by rotation.”

Mode of Voting : Show of Hands; the Ordinary Resolution was carried unanimously.

Item No. 8

Alteration of the Memorandum and Articles of Association of the Company

Special Resolution

“RESOLVED THAT pursuant to Section 94(1)(a) and other applicable provisions of the Companies Act, 1956 (“the Act”), the Authorised Share Capital of the Company be increased from the present level of ₹ 30,00,00,000 (Rupees thirty crore only) – divided into such number of Equity and Preference Shares of ₹10/- each as would not exceed the total capital amount of ₹ 30,00,00,000 (Rupees thirty crore only) – to ₹ 60,00,00,000 (Rupees sixty crore only) divided into such number of Equity and Preference Shares of ₹10/- each as would not exceed the total capital amount of ₹ 60,00,00,000 (Rupees sixty crore only) of the Company, by creation of 3,00,00,000 shares of ₹10/- each in the Authorised Share Capital of the Company.

“RESOLVED FURTHER THAT pursuant to the provision of Section 94(1) read with Section 31 of the Act, Clause 5 being the Capital Clause of the Memorandum of Association and Article 3 of the Articles of Association of the Company be consequentially amended to increase the Authorised Share Capital stated therein to ₹ 60,00,00,000 (Rupees sixty crore only) divided into such number of Equity and Preference Shares of ₹10/- each as would not exceed the total capital amount of ₹ 60,00,00,000 (Rupees sixty crore only) of the Company.”

Mode of Voting : Show of Hands; the Special Resolution was carried with more than 75% majority.

Date: 25 September 2013


[Amit Ghosh]
Company Secretary