

June 30, 2017

BSE Limited

Corporate Relationship Department,
Phiroze Jeebhoy 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 70TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON JUNE 30, 2017 & DISCLOSURE OF VOTING RESULTS THEREAT

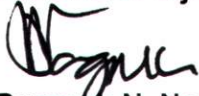
We wish to bring your kind notice that the 70th Annual General Meeting ('AGM') of the Company was held on Friday, June 30, 2017 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai – 400 020 and all the agenda nos., viz., (1) to (5) mentioned in the Notice dated May 19, 2017, 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, 2015"), 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**';
4. Annual Report for the Financial Year 2016-2017, as required under Regulation 34 of the SEBI LODR, 2015, duly approved and adopted by the Members as per the provisions of the Act, as '**Annexure D**'.

Request you to take the same on your record.

Yours sincerely,

For Bharat Bijlee Limited



Durgesh N. Nagarkar

**Company Secretary & Senior General Manager,
Legal**



Annexure B
Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting	June 30, 2017
Total number of the shareholders as on the record date	19,653
No. of shareholders present in the meeting either in person or through proxy	
• Promoters & Promoter Group	17
• Public	78
No. of shareholders attended the meeting through Video-Conferencing	
• Promoters & Promoter Group	NIL
• Public	NIL

Sr. No.	Type of Resolution	Description of the businesses as set out in the Notice dated May 19, 2017	Mode of Voting (Ballot / E-Voting)
1.	Ordinary	Adoption of Audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon.	E-voting and through ballot at AGM
2.	Ordinary	Re-appointment of Mrs. Mahnaz A. Curmally (DIN 06907271) as a Director, who is liable to retire by rotation and, being eligible, offers herself for re-appointment.	E-voting and through ballot at AGM
3.	Ordinary	Appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W/W-100018), as Statutory Auditors of the Company and fix their remuneration.	E-voting and through ballot at AGM
4.	Ordinary	Ratification of Cost Auditors Remuneration to be paid to Messrs. P. M. Nanabhoy & Co., Cost Accountants (Firm Registration No. 000012) for the financial year ending March 31, 2018.	E-voting and through ballot at AGM



Sr. No.	Type of Resolution	Description of the businesses as set out in the Notice dated July 18, 2016	Mode of Voting (Ballot / E-Voting)
5.	Special	Re-appointment of Mr. Shome N. Danani (DIN: 00056514) as the Whole-time Director, designated as an Executive Director of the Company, for a period of three (3) years, with effect from January 28, 2017.	E-voting and through ballot at AGM

For **BHARAT BIJLEE LIMITED**



Durgesh N. Nagarkar
Company Secretary & Senior General Manager
Legal



Place : Mumbai

Date : June 30, 2017

Bharat Bijlee Limited								
Resolution Required : (Ordinary)			1 - Adoption of Audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon.					
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	1912817	0	0.0000	0	0	0.0000	0.0000
	Poll		1856274	97.0440	1856274	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1856274	97.0440	1856274	0	100.0000	0.0000
Public Institutions	E-Voting	883247	673441	76.2461	673441	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		673441	76.2461	673441	0	100.0000	0.0000
Public Non Institutions	E-Voting	2855496	330	0.0116	330	0	100.0000	0.0000
	Poll		12975	0.4544	12975	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13305	0.4660	13305	0	100.0000	0.0000
Total		5651560	2543020	44.9968	2543020	0	100.0000	0.0000



Bharat Bijlee Limited								
Resolution Required : (Ordinary)			2 - Re-appointment of Mrs. Mahnaz A. Curmally (DIN 06907271) as a Director, who is liable to retire by rotation and, being eligible, offers herself for re-appointment.					
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	1912817	0	0.0000	0	0	0.0000	0.0000
	Poll		1856274	97.0440	1856274	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1856274	97.0440	1856274	0	100.0000	0.0000
Public Institutions	E-Voting	883247	673441	76.2461	673441	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		673441	76.2461	673441	0	100.0000	0.0000
Public Non Institutions	E-Voting	2855496	330	0.0116	306	24	92.7273	7.2727
	Poll		12975	0.4544	12775	200	98.4586	1.5414
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13305	0.4660	13081	224	98.3164	1.6836
Total		5651560	2543020	44.9968	2542796	224	99.9912	0.0088

Bharat Bijlee Limited								
Resolution Required : (Ordinary)			3 - Appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W/W-100018), as Statutory Auditors of the Company and fix their remuneration.					
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	1912817	0	0.0000	0	0	0.0000	0.0000
	Poll		1856274	97.0440	1856274	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1856274	97.0440	1856274	0	100.0000	0.0000
Public Institutions	E-Voting	883247	673441	76.2461	673441	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		673441	76.2461	673441	0	100.0000	0.0000
Public Non Institutions	E-Voting	2855496	330	0.0116	306	24	92.7273	7.2727
	Poll		12975	0.4544	12975	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13305	0.4660	13281	24	99.8196	0.1804
Total		5651560	2543020	44.9968	2542996	24	99.9991	0.0009



Bharat Bijlee Limited								
Resolution Required : (Ordinary)			4 - Ratification of Cost Auditors Remuneration to be paid to Messrs. P. M. Nanabhoy & Co., Cost Accountants (Firm Registration No. 000012) for the financial year ending March 31, 2018.					
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	1912817	0	0.0000	0	0	0.0000	0.0000
	Poll		1856274	97.0440	1856274	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1856274	97.0440	1856274	0	100.0000	0.0000
Public Institutions	E-Voting	883247	673441	76.2461	673441	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		673441	76.2461	673441	0	100.0000	0.0000
Public Non Institutions	E-Voting	2855496	330	0.0116	306	24	92.7273	7.2727
	Poll		12975	0.4544	12975	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13305	0.4660	13281	24	99.8196	0.1804
Total		5651560	2543020	44.9968	2542996	24	99.9991	0.0009



Bharat Bijlee Limited								
Resolution Required : (Special)			5 - Re-appointment of Mr. Shome N. Danani (DIN: 00217787) as the Whole-time Director, designated as an Executive Director of the Company, for a period of three (3) years, with effect from January 28, 2017.					
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	1912817	0	0.0000	0	0	0.0000	0.0000
	Poll		1856274	97.0440	1856274	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1856274	97.0440	1856274	0	100.0000	0.0000
Public Institutions	E-Voting	883247	673441	76.2461	673441	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		673441	76.2461	673441	0	100.0000	0.0000
Public Non Institutions	E-Voting	2855496	330	0.0116	306	24	92.7273	7.2727
	Poll		12975	0.4544	12975	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13305	0.4660	13281	24	99.8196	0.1804
Total		5651560	2543020	44.9968	2542996	24	99.9991	0.0009





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 Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Mr. Prakash V. Mehta

Chairman

70th 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 70th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held at 3.00 P.M. on Friday, June 30, 2017 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 70th 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 has 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 notices 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 June 07, 2017 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. Thursday, June 22, 2017, were entitled to vote on the resolutions (item nos. 1 to 5) as set out in the notice of the 70th Annual General Meeting.
- 3.5 The Chairman at the 70th Annual General meeting, held on Friday, June 30, 2017 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 Tuesday, June 27, 2017 and ended at 5.00 p.m. on Thursday, June 29, 2017.
- 3.7 The votes cast were unblocked after the AGM in the presence of 2 witnesses, Ms. Yatri Vora and Mr. Hardik Chandra, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Yatri Vora

Hardik

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, 2017, the audited statement of Profit and loss 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 Votes Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid Votes
				Favour	Against	
2543020	2543020	2543020	0	100	0	-

• **Item No. 2:-**

To appoint a Director in place of Mrs. Mahnaz A. Curmally (DIN: 06907271), who retires by rotation and being eligible, offers herself for reappointment.

No. of shares held	Number of Votes Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid Votes
				Favour	Against	
2543020	2543020	2542796	224	99.99	0.01	-

• **Item No.3:-**

To appoint M/s Deloitte Haskins & Sells LLP, Chartered Accountants (FRN: 117366W/W-100018) as Statutory Auditors for a term of five consecutive years and fix their remuneration.

No. of shares held	Number of Votes Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid Votes
				Favour	Against	
2543020	2543020	2542996	24	99.99	0.01	-



- **Item No. 4:-**

To consider the ratification of remuneration payable to M/s P M Nanabhoy & Co., Cost Accountants (FRN: 000012), Cost auditor of the Company.

No. of shares held	Number of Votes Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid Votes
				Favour	Against	
2543020	2543020	2542996	24	99.99	0.01	-

- **Item No. 5:-**

To consider the re-appointment of Mr. Shome N. Danani (DIN: 00217787), as a “Whole-time Director”, designated as an “Executive Director”.

No. of shares held	Number of Votes Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid Votes
				Favour	Against	
2543020	2543020	2542996	24	99.99	0.01	-



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 70th 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 70th Annual General Meeting of the Company.

Thanking you,

Place: Mumbai

Date: June 30, 2017



Yours faithfully,

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

Countersigned
For Bharat Bijlee Limited

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