



BPL Limited

Dynamic House, 64 Church Street
Post Box No. 5194
Bengaluru - 560 001, India.
Ph : +91-80-2532 7985, 2558 9109
E-mail : investor@bpl.in / Website : www.bpl.in
CIN : L28997KL1963PLC002015

The Manager - Listing
Bombay Stock Exchange Limited,
P J Towers, 25th Floor, Dalal Street,
Mumbai - 400 002

September 28, 2017

The Manager – Listing
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051

Dear Sir/Madam,

Sub: 53rd Annual General Meeting of BPL Limited

We are enclosing the voting results of 53rd Annual General Meeting of the Company as per the format given under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 along with a report by Mr.P.Sivarajan, Chartered Accountant, the Scrutinizer appointed by the Company, for both e-voting and ballot process.

The Annual General Meeting of the Company was held on Tuesday, September 26, 2017 at 02:45 PM. at Sri Chackra International, Krishna Gardens, Chandranagar P. O. Palakkad 678007, Kerala.

Please take the same on record.

Thanking you,

Very truly yours,

For BPL Limited,

Company Secretary

Encl: a/a



VOTING RESULTS

Date of the AGM/EGM	26.09.2017
Total number of shareholders on record date	28896
No. of Shareholders present in the meeting either in person: Promoters and Promoter Group:	31
Public:	7
No. of Shareholders attended the meeting through Video Conferencing	24
Agenda Wise Disclosure:	Nil

1. Resolution required: (Ordinary/Special)		Ordinary. To consider and adopt the audited financials for the year ended 31 st March 2017 together with Report of the Board and Auditors thereon.						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of Shares held	No. of valid 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)
Promoter and Promoter Group	E-Voting	30916792	0	0	0	Nil	0	NA
	Poll		30819192	99.68	30819192	Nil	100	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		30819192	99.68	30819192	Nil	100	NA
Public Institutions	E-Voting	669344	0	0	0	Nil	0	NA
	Poll		0	0	0	Nil	0	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	Nil	0	NA
Public Non Institutions	E-Voting	17298682	600	0.003	600	Nil	100	NA
	Poll		24170	0.140	24170	Nil	100	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		24770	0.143	24770	Nil	100	NA
Total		48884818	30843962	63.09	30843962	Nil	100	NA



2. Resolution required: (Ordinary/Special)									
Ordinary Declaration of dividend to Preference Shareholders									
Whether promoter/promoter group are interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held	No. of valid 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	No
(1)	(2)	(3)=(2)/(1)* 100	(4)	(5)	(6)=(4)/(2)* 100	(7)			
Promoter and Promoter Group	E-Voting	30916792	0	0	0	Nil	0	NA	
	Poll		30819192	99.68	30819192	Nil	100	NA	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		30819192	99.68	30819192	Nil	100	NA	
Public Institutions	E-Voting	669344	0	0	0	Nil	0	NA	
	Poll		0	0	0	Nil	0	NA	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		0	0	0	Nil	0	NA	
Public Non Institutions	E-Voting	17298682	720	0.004	600	120	83.33	16.67	
	Poll		24170	0.140	24170	Nil	100	NA	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		24890	0.144	24770	120	99.52	0.48	
Total		48884818	30844082	63.09	30843962	120	99.9996	0.0004	



3. Resolution required: (Ordinary/Special)		Ordinary. Re Appointment of Mr. Ajit G Nambiar, who retired by rotation						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of Voting	No. of Shares held	No. of valid 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)
Promoter and Promoter Group	E-Voting	30916792	0	0	0	Nil	0	NA
	Poll		29633442	95.85	29633442	Nil	100	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		29633442	95.85	29633442	Nil	100	NA
Public Institutions	E-Voting	669344	0	0	0	Nil	0	NA
	Poll		0	0	0	Nil	0	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	Nil	0	NA
Public Non Institutions	E-Voting	17298682	720	0.004	600	120	83.33	16.67
	Poll		24170	0.140	24170	Nil	100	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		24890	0.144	24770	120	99.52	0.48
Total		48884818	29658332	60.67	29658212	120	99.9996	0.0004



4. Resolution required: (Ordinary/Special)		Ordinary. Appointment of MKUK Associates as Statutory Auditors of the Company													
Whether promoter/promoter group are interested in the agenda/resolution		No													
Category	Mode of Voting	No. of Shares held	No. of valid 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)
Promoter and Promoter Group	E-Voting	30916792	0	0	0	Nil	0	NA							
	Poll		30819192	99.68	30819192	Nil	100	NA							
	Postal Ballot		NA	NA	NA	NA	NA	NA							
	Total		30819192	99.68	30819192	Nil	100	NA							
Public Institutions	E-Voting	669344	0	0	0	Nil	0	NA							
	Poll		0	0	0	Nil	0	NA							
	Postal Ballot		NA	NA	NA	NA	NA	NA							
Public Non Institutions	Total		0	0	0	Nil	0	NA							
	E-Voting	17298682	720	0.004	600	120	83.33	16.67							
	Poll		24170	0.140	24170	Nil	100	NA							
	Postal Ballot		NA	NA	NA	NA	NA	NA							
Total		48884818	30844082	63.09	30843962	120	99.9996	0.48						0.0004	



Ref:

Date:.....

COMBINED SCRUTINIZER REPORT ON E-VOTING & POLL-BPL Limited

To,
The Chairman,
BPL Limited.

Sub: Passing of Resolutions through electronic and poll conduct at the 53rd AGM of BPL Limited held on September 26, 2017

The Board of BPL Limited (BPL) at its meeting held on 10th August, 2017 had appointed me as Scrutinizer for the e-voting and ballot process for the 53rd Annual General Meeting (AGM) held on September 26, 2017.

The results of the e-voting together with that of the poll are as under.

Item No. of Notice	Particulars of Business	Voting details	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes	
			Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (Ordinary Resolution)	Adoption of audited accounts as on 31.03.2017 along with reports of auditors and directors	E-voting	600	100	NIL	NA	NIL	NA
		Poll	30843362	100	NIL	NA	22	0.00
		Total	30843962	100	NIL	NA	22	0.00
Item No. 2 of the Notice (Ordinary Resolution)	Declaration of dividend to Preference Shareholders	E-voting	600	83.33	120	16.67	NIL	NA
		Poll	30843362	100	NIL	NA	22	0.00
		Total	30843962	100	120	0.00	22	0.00
Item No. 3 of the Notice (Ordinary Resolution)	Re Appointment of Mr. Ajit G Nambiar, who retired by rotation	E-voting	600	83.33	120	16.67	NIL	NA
		Poll	29657612	100	NIL	NA	22	0.00
		Total	29658212	100	120	0.00	22	0.00

Ref:

Date:.....

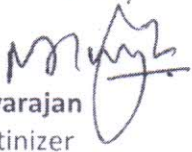
Item No. 4 of the Notice (Ordinary Resolution)	Appointment of MKUK Associates, as Statutory Auditors of the Company	E-voting	600	83.33	120	16.67	NIL	NA
		Poll	30843362	100	NIL	NA	22	0.00
		Total	30843962	100	120	0.00	22	0.00

All the Resolutions stand passed under e-voting and poll with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to hand over these records to the Secretary of the Company for its safe custody.

Note: Since the percentage of votes against the resolution and invalid votes are less than 0.0001, the same are shown as zero percentage.

Thanking you,
Yours Faithfully


P Sivarajan
Scrutinizer

Date: 28.09.2017
Place: Palakkad

Ref:

Date:.....

FORM No. MGT-13
Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
BPL Limited

53rd Annual General Meeting of the Equity Shareholders of BPL Limited held
on Tuesday, September 26, 2017 at 02:45 PM. at Sri Chackra International,
Krishna Gardens, Chandranagar P. O. Palakkad - 678007, Kerala

Dear Sir,

I, P Sivarajan, Practicing Chartered Accountant, Scrutinizer, appointed for
the purpose of the poll taken on the below mentioned resolutions, at the
meeting of the Equity Shareholders of BPL Limited, held on Tuesday,
September 26, 2017 at 02:45 PM at Sri Chackra International, Krishna
Gardens, Chandranagar P. O. Palakkad - 678007, Kerala, submit my report as
under.

1. After the time fixed for closing of the poll by the Chairman, a
ballot box kept for polling was locked in my presence with due
identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence
and poll papers were diligently scrutinized. The poll papers were
reconciled with the records maintained by the Registrar and Transfer
Agents of the Company and the authorizations lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise
found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

Ref: Item No. 1- as an Ordinary Resolution:

Date:.....

Consideration and adoption of the Annual Audited Accounts as on 31st March, 2017 and Reports of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
28	30843362	100

(ii) Voted against the resolution:

Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	NA

(iii) Invalid votes:

Total number of members (in person) whose votes were declared invalid	Total number of votes cast by them
one	22

Item No. 2- as an Ordinary Resolution:

Declaration of dividend to Preference Shareholders

(i) Voted in favour of the resolution:

Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
28	30843362	100

(ii) Voted against the resolution:

Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	NA



Ref:

Date:.....

(iii) Invalid votes:

Total number of members (in person) whose votes were declared invalid	Total number of votes cast by them
One	22

Item No. 3- as an Ordinary Resolution:

Re Appointment of Mr. Ajit G Nambiar, who retired by rotation

(i) Voted in favour of the resolution:

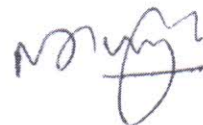
Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
26	29657612	100

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

Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	NA

(iii) Invalid votes :

Total number of members (in person) whose votes were declared invalid	Total number of votes cast by them
one	22



Ref:

Date:.....

Item No. 4- as an Ordinary Resolution:

Appointment of MKUK Associates, Chartered Accountants as Statutory Auditors of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person)	Number of votes cast by them	% of total number of valid votes cast
28	30843362	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	NA

(iii) Invalid votes :

Total number of members (in person) whose votes were declared invalid	Total number of votes cast by them
one	22



Ref:

Date:.....

As per the physical voting pattern stated above, the entire Resolutions stand passed with the requisite majority.

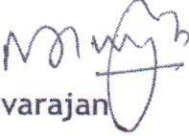
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and will be handed over to the Company Secretary who is authorized by the Board for safe keeping.

Thanking you,

Date: 28.09.2017

Yours faithfully,

Place: Palakkad


P Sivarajan
Scrutinizer

Witness 1 Swetha. K 

Witness 2 Akhila. P 

Ref:

Date:.....

Scrutinizer's Report on e-voting for BPL Limited

To,
The Chairman,
BPL Limited.

53rd Annual General Meeting of the Equity Shareholders of BPL Limited held on Tuesday, September 26, 2017 at 02: 45 PM at Sri Chackra International, Krishna Gardens, Chandranagar P.O Palakkad – 678007 Kerala.

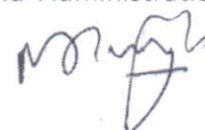
Sub: Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Pursuant to the Resolution passed by the Board of Directors of the Company on 10th August, 2017, I have been appointed as the Scrutinizer for the e-voting and ballot process for the 53rd AGM of the Company,.

The Company has appointed Karvy Computershare Pvt. Ltd. (Karvy) for extending the facility of electronic voting to the shareholders of the Company. Karvy is also the Registrar and Share Transfer Agent (RTA) of the company. Karvy had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted in the 53rd Annual General Meeting (AGM) of the Company, held on Tuesday, September 26, 2017.

As informed, the Company had completed the dispatch of Notice and Annual Report by email to 17,799 shareholders (whose email ids are registered with the Company/Depository) on 01st September 2017 and to 11,097 shareholders, the Notice and Annual report were sent by Courier on 2nd September 2017. The company had sent hard copies of the annual reports to those shareholders who sought for the same.

The Notice of the Annual General Meeting contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.



Ref:

Date:.....

The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 19th September, 2017. As prescribed in the aforesaid Rules, the e-voting facility was kept open for four days from 22nd September, 2017 at 9:00 AM to 25th September, 2017 at 5:00 PM. At the end of the voting period, Karvy had blocked the voting portal. The votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms.Swetha.K and Ms.Akhila P. who acted as the witnesses.

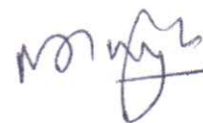
As a Scrutinizer, the report of the e-voting carried out by the shareholders was duly compiled, the details of which are as follows:

The pattern of the e-voting is as under:

Item No. 1- as an Ordinary Resolution:

Consideration and adoption of the Annual Audited Accounts as on 31st March, 2017 and Reports of Directors and Auditors thereon:

	No. of members who have exercised e-voting	No. of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	6	600	100
(ii) Voted against the resolution	Nil	NA	NA
(iii) Invalid votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	Nil	NA	



Ref:

Date:.....

Item No. 2- as an Ordinary Resolution :

Declaration of dividend to Preference Shareholders

	No. of members who have exercised e-voting	No. of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	6	600	83.33
(ii) Voted against the resolution	1	120	16.67
(iii) Invalid votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	Nil	NA	

Item No. 3- as an Ordinary Resolution:

Re Appointment of Mr. Ajit G Nambiar, who retired by rotation

	No. of members who have exercised e-voting	No. of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	6	600	83.33
(ii) Voted against the resolution	1	120	16.67
(iii) Invalid votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	Nil	NA	



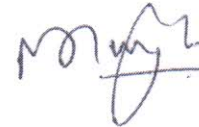
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Date:.....

Item No. 4- as an Ordinary Resolution:

Appointment of MKUK Associates, Chartered Accountants as Statutory Auditors of the Company

	No. of members who have exercised e-voting	No. of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	6	600	83.33
(ii) Voted against the resolution	1	120	16.67
(iii) Invalid votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	Nil	NA	



Ref:

Date:.....

As per the e-voting pattern stated above, the all the four Resolutions stand passed with the requisite majority.

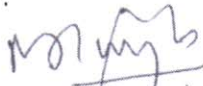
I hereby confirm that, I am maintaining the Registers received from the service Provider both electronically and manually, in respect of the votes cast through e-voting by the shareholders of the Company. I shall be arranging to hand over these records to the Secretary of the Company in due course as prescribed in the said Rules.

Thanking you,

Very truly yours

Place: Palakkad

Date: 28th September, 2017



P SIVARAJAN
Practicing Chartered Accountant
Memb No: 200652