

December 17, 2019

BSE Limited

Corporate Relationship Department,
Phiroze Jeejebhoy 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 / Madam,

Sub: Details of the Voting results of the Postal Ballot process and Remote E-Voting - Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in continuation of our letter dated November 14, 2019, enclosing therewith the Postal Ballot Notice dated October 23, 2019, seeking consent of Members of the Company through Special Resolution for the following:

1. Re-appointment and Remuneration of Mr. Shome N. Danani (DIN 00217787) as Whole-time Director, designated as "Executive Director" of the Company for a further period of five (5) consecutive years, with effect from January 28, 2020 to January 27, 2025;

we would like to inform you that the said Special Resolution has been passed by the Members of the Company with requisite majority.

Post-closing of voting period at 05.00 p.m. (IST) on December 17, 2019, the Scrutinizer has submitted his Report on the Results of the Postal Ballot (including remote e-voting) on December 17, 2019.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on December 17, 2019.



In this regard, please find enclosed the following:

- Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Scrutinizer's Report thereon dated December 17, 2019 (Annexure A);
- Details pertaining to the Re-appointment of Mr. Shome N. Danani – (Annexure B), in compliance with Regulation 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

You are requested to take the aforementioned information on your record.

Thanking you,

Yours sincerely,
For Bharat Bijlee Limited



Durgesh N. Nagarkar
Company Secretary & Senior General Manager,
Legal



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

Date of declaration of results of Postal Ballot (including Remote e-Voting)	December 17, 2019
Total number of the shareholders as on the cut-off date (i.e. as on October 25, 2019)	18,941
No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none">• Promoters & Promoter Group• Public	Not Applicable
No. of shareholders attended the meeting through Video-Conferencing <ul style="list-style-type: none">• Promoters & Promoter Group• Public	Not Applicable

Yours sincerely,
For Bharat Bijlee Limited



Durgesh N. Nagarkar
Company Secretary & Senior General Manager,
Legal



Bharat Bijlee Limited

Resolution Required : (Special) **1 - Re-appointment and Remuneration of Mr. Shome N. Danani (DIN 00217787) as Whole-time Director designated as an Executive Director of the Company for a further period of five (5) consecutive years, with effect from January 28, 2020 to January 27, 2025.**

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	1890459	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1835824	97.1100	1835824	0	100.0000	0.0000
	Total		1835824	97.1100	1835824	0	100.0000	0.0000
Public Institutions	E-Voting	1018628	646191	63.4374	646191	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		646191	63.4374	646191	0	100.0000	0.0000
Public Non Institutions	E-Voting	2742473	227	0.0083	207	20	91.1894	8.8106
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		9826	0.3583	8103	1723	82.4649	17.5351
	Total		10053	0.3666	8310	1743	82.6619	17.3381
Total		5651560	2492068	44.0952	2490325	1743	99.9301	0.0699





SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015]

To,
Chairman,
BHARAT BIJLEE LIMITED,
Electric Mansion,
6th Floor Appasaheb Marathe Marg,
Prabhadevi, Mumbai – 400025

Dear Sir,

1. I N. L Bhatia, Partner, M/s **N L Bhatia & Associates**, Practicing Company Secretaries (UIN: P1996MH055800) of Mumbai have been appointed as the Scrutinizer by the Board of **BHARAT BIJLEE LIMITED**(the Company) at its meeting held on October 23, 2019 for scrutinizing the Postal Ballot process (including e-voting) for passing the following Special Resolution:

SPECIAL BUSINESS:

- **RE-APPOINTMENT AND REMUNERATION OF MR. SHOME N. DANANI (DIN 00217787) AS WHOLE-TIME DIRECTOR, DESIGNATED AS "EXECUTIVE DIRECTOR" OF THE COMPANY FOR A FURTHER PERIOD OF FIVE (5) CONSECUTIVE YEARS, WITH EFFECT FROM JANUARY 28, 2020 TO JANUARY 27, 2025:**
2. I have given my consent to act as Scrutinizer vide letter dated October 14, 2019. at the meeting of the Board of the Company, October 23, 2019 and Mr. Durgesh N. Nagarkar, Company Secretary and Senior General Manager, Legal, was made responsible for the entire postal ballot process and was authorized to do all things and to take all incidental and necessary steps smooth conduct of the entire process relating to the voting by Postal Ballot including e-voting.



3. The Company has extended the facility of e-voting to the shareholders who have registered their e-mail address with the Company, by tying up with Link Intime India Private Limited e-voting facility.
4. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on Link Intime India Private Limited e-voting Website after the close of e-voting period i.e. 5:00 P.M. IST on December 17, 2019.
5. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
6. Scrutiny of ballots commenced on Monday, November 18, 2019 in my presence and continued till Tuesday, December 17, 2019.
7. The postal ballot forms were duly opened in the presence of my representatives and scrutinized and the share holdings were matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on **Friday, October 25, 2019 (Cut-off Date)**.
8. Particulars of all the postal ballot forms received from the Members have been entered in the Register.
9. All Postal Ballot Forms received before the close of the working hours and e-voting cast up to 5.00 P.M. IST on December 17, 2019, the last date and time fixed by the Company for receipt of votes, were considered for my scrutiny.
10. Envelopes containing postal ballot forms received thereafter were not considered.
11. I have not found any defaced or mutilated ballot paper.
12. With reference to the above I submit my Report as under:
13. The Company **completed on Wednesday, November 13, 2019** dispatch to the Members of the Company, whose names were appearing on the Register of Members or List of Beneficiaries as supplied by the depositories as on **Friday, October 25, 2019 (Cut-off Date)**, the postal ballot along with Notice dated October 23, 2019 ("the said Notice") containing the text of the resolution and Explanatory Statement and self addressed prepaid business reply envelope by speed post.



The Company's issued, subscribed and paid up equity capital is as under:

Particulars	Amount
56,51,560 Equity shares of Rs. 10/- each	Rs. 5,65,15,600/-

The result of the scrutiny is as under:

RESOLUTION

- **RE-APPOINTMENT AND REMUNERATION OF MR. SHOME N. DANANI (DIN 00217787) AS WHOLE-TIME DIRECTOR, DESIGNATED AS "EXECUTIVE DIRECTOR" OF THE COMPANY FOR A FURTHER PERIOD OF FIVE (5) CONSECUTIVE YEARS, WITH EFFECT FROM JANUARY 28, 2020 TO JANUARY 27, 2025:**

VOTES CAST:

	Number of Members (e-voting and Postal Ballot)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	96	24,90,325	99.93
(ii) Voted against the resolution	12	1743	0.07

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	-	-



14. In view of the above scrutiny, I hereby certify that the Resolution has been passed with requisite majority.
15. I have today handed over the Postal Ballot forms and other relevant papers/ register and records for safe custody of Mr. Durgesh N. Nagarkar, Company Secretary and Senior General Manger, Legal, who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of voting by Postal Ballot.

**For M/s N.L. Bhatia & Associates
Practicing Company Secretaries
UIN: P1996MH055800**



N. L. Bhatia

**N. L. Bhatia
Managing Partner
Scrutinizer
CP No: 422
FCS No: 1176**

**Place: Mumbai
Date: December 17, 2019**

Details under Regulation 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

(I) Re-appointment and Remuneration of Mr. Shome N. Danani (DIN: 00217787) as Whole-time Director designated as “Executive Director” of the Company, for a further period of five (5) consecutive years, with effect from January 28, 2020 to January 27, 2025

Sr.No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	Re-appointment
2	Date of appointment / cessation (as approvable) & term of appointment	Mr. Shome N. Danani is re-appointed for a further period of five (5) consecutive years, with effect from January 28, 2020 to January 27, 2025.
3	Brief profile (in case of appointment)	Mr. Danani joined Bharat Bijlee Ltd. in 2002 and has been responsible for various initiatives and growth strategies. He is the Whole-time Director since January 28, 2009 and he has been leading the change management drive that is essential to the long term growth and success of the Company. He has strong business acumen, strategic intelligence and execution abilities which has helped the Company to grow in recent years.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Shome N. Danani is related to Mr. Nikhil J. Danani, Managing Director of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018.	Mr. Shome N. Danani is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.

