

Date: August 3, 2018

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code: BSE

ISIN: INE118H01025

Dear Sir/Madam,

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Sub: Submission of Voting results along with Scrutinizer's report

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed herewith the details regarding the consolidated voting results on the business transacted at the 13th Annual General Meeting ("AGM") of the Company held on Thursday, August 2, 2018, in the prescribed format along with the consolidated report of the Scrutinizer on e-voting and voting through ballot paper.

The above information will also be available on the website of the Company: www.bseindia.com.

This is for your information and record.

For **BSE Limited**



Prajakta Powle
Company Secretary & Compliance Officer

Encl: a/a

Voting Results of Thirteenth Annual General Meeting (AGM) of BSE Limited

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, enclosed herewith please find the details regarding the results of the voting on the business transacted at the AGM of the company held on August 2, 2018, in the prescribed format along with the consolidated report of the Scrutinizer on e- Voting and voting through ballot paper at the AGM.

Sr. No.	Particulars	Details
1.	Date of the AGM	Thursday, August 2, 2018
2.	Total number of Shareholders as on Record Date viz., July 26, 2018	167,177
3.	No. of Shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter group:	Not Applicable
	Public:	133
4.	No. Shareholders who attended the meeting through Video Conferencing:	
	Promoters and Promoter group:	Not Applicable
	Public:	Not Applicable



Agenda Wise

Item no.	Agenda	Resolution required (Ordinary/ Special)	Mode of Voting (Poll/ E-Voting)	Result
1.	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Statutory Auditors thereon.	Ordinary	E- Voting/ and Physical Ballot at the Meeting	Passed with requisite majority
2.	To declare final dividend of Rs. 31/- per equity share and to confirm the interim dividend of Rs. 5/- per equity share, already paid during the year, for the Financial Year ended March 31, 2018.	Ordinary	E- Voting/ and Physical Ballot at the Meeting	Passed with requisite majority
3.	To appoint a Director in place of Smt. Usha Sangwan (DIN: 02609263), Shareholder Director, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, subject to approval of Securities and Exchange Board of India.	Ordinary	E- Voting/ and Physical Ballot at the Meeting	Passed with requisite majority
4.	To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration.	Ordinary	E- Voting/ and Physical Ballot at the Meeting	Passed with requisite majority

BSE Limited**Details as per Regulation 44(3) of SEBI (LODR) Regulations, 2015**

Resolution required: (Ordinary/ Special)	Ordinary Resolution No. 1 - To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Statutory Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Not Applicable							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	15307918	8874881	57.9758	8874881	0	100.000	0.0000
	Poll		0	0.0000	00	0	0.000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.000	0.0000
Public- Non Institutions	E-Voting	36481084	2867766	7.8610	2867597	169	99.9941	0.0058
	Poll		294422	0.8071	294412	10	99.9966	0.0033
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	51789002	12037069	23.2425	12036890	179	99.9985	0.0015



BSE Limited
Details as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

Resolution required: (Ordinary/ Special)	Ordinary Resolution No. 2 - To declare final dividend of Rs. 31/- per equity share and to confirm the interim dividend of Rs. 5/- per equity share, already paid during the year, for the Financial Year ended March 31, 2018.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Not Applicable							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	15307918	9274881	60.5888	9274881	0	100.000	0.000
	Poll		0	0.0000	00	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.000	0.000
Public- Non Institutions	E-Voting	36481084	2867666	7.8607	2867653	13	99.9995	0.0004
	Poll		294422	0.8071	294422	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	51789002	12436969	24.0147	12436956	13	99.9999	0.0001



BSE Limited
Details as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

Resolution required: (Ordinary/ Special)	Ordinary Resolution No. 3 - To appoint a Director in place of Smt. Usha Sangwan (DIN: 02609263), Shareholder Director, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, subject to approval of Securities and Exchange Board of India.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Not Applicable							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	15307918	8874881	57.9758	6753043	2121838	76.0916	23.9083
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	36481084	2793804	7.6582	2791730	2074	99.9258	0.0742
	Poll		9344	0.0256	9344	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	51789002	11678029	22.5492	9554117	2123912	81.8128	18.1872



BSE Limited
Details as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

Resolution required: (Ordinary/ Special)	Ordinary Resolution No. 4 - To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Not Applicable							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	15307918	9274881	60.5888	9274881	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	36481084	2867766	7.8610	2865718	2048	99.9285	0.0714
	Poll		294406	0.8070	294406	0	100.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	51789002	12437053	24.0149	12435005	2048	99.9835	0.0165





N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

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Website : www.nlba.in

Consolidated 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Shri S. Ravi
The Chairman
BSE Limited,
25th Floor, P. J. Towers,
Dalal Street, Mumbai 400 001.

Sub.: Thirteenth Annual General Meeting of the Members of BSE Limited held on Thursday, August 2, 2018 at 11.00 a.m. at Sir Dinshaw Petit International Convention Hall, 1st Floor, P. J. Towers, Dalal Street, Mumbai - 400 001.

Dear Sir,

1. I, **N.L. Bhatia**, Practicing Company Secretary (Membership No. FCS 1176 / C.P No. 422), Managing Partner, M/s N.L. Bhatia & Associates (UIN: P1996MH055800), have been appointed as a scrutinizer by the Board of Directors of BSE Limited for the purpose of scrutinizing the remote e-voting and voting through ballot paper carried out at the venue of the Annual General Meeting (AGM) and ascertaining the requisite majority on remote e-voting and voting through ballot paper undertaken 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 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the Thirteenth AGM of the members of the Company, held on Thursday, August 2, 2018 at 11.00 a.m. at Sir Dinshaw Petit International Convention Hall, 1st Floor, P. J. Towers, Dalal Street, Mumbai - 400 001.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means on the resolutions contained in the Notice of the Thirteenth AGM of the members of the Company. R&T Agent, Karvy Computershare Private Limited shall provide data of members entitled to vote as on the cut-off date.

3. My responsibility as a Scrutinizer for the remote e-voting and voting through ballot paper at the AGM is restricted to make 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 made available at the AGM.
4. Further to above, I submit my report as under:
- 4.1. The Company has provided the remote e-voting facility through CDSL, on their website www.evotingindia.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also on the website of CDSL to facilitate its shareholders to cast their vote through remote e-voting;
- 4.2. 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;
- 4.3. As prescribed in the said Rules, the Company has also published an advertisement in newspaper on **Saturday, July 7, 2018** in **Financial Express (English)** and in **Navshakti (Marathi)** and it carried the required information as specified in the said Rules;
- 4.4. The Chairman at the 13th Annual General Meeting held on August 2, 2018 had announced that members who have not exercised their votes through remote e-voting, can exercise their votes through ballot paper at the AGM;
- 4.5. The members of the Company as on the "cut-off" date" i.e. **Thursday, July 26, 2018** were entitled to vote on the resolutions (item no. 1 to 4), as set out in the notice of the 13th Annual General Meeting;
- 4.6. The remote e-voting commenced from Monday, July 30, 2018 (9.00 a.m. IST) and ended on Wednesday, August 1, 2018 (5.00 p.m. IST);

- 4.7. The votes cast were unblocked after the AGM in the presence of 2 witnesses, Ms. Sanobar Shaikh and Ms. Astha Purwar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:




- 4.8. My combined report on the results of voting through remote e-voting and voting through ballot paper at the Annual General Meeting is as under:

ORDINARY BUSINESS:

➤ **Item No. 1 - As an Ordinary Resolution:**

To receive, consider and adopt:

- The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Report of the Board of Directors and the Statutory Auditors thereon; and
- The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Statutory Auditors thereon.

No of Shares held	No of valid votes cast	No of votes in favour	No of votes against	% of votes		No of votes invalid /abstained
				Favour	Against	
51789002	12037069	12036890	179	99.9985	0.0015	400008*

* Invalid Votes: 8; Abstained votes: 400000

➤ **Item No. 2 - As an Ordinary Resolution:**

To declare final dividend of Rs. 31/- per equity share and to confirm the interim dividend of Rs. 5/- per equity share, already paid during the year, for the Financial Year ended March 31, 2018.

No of Shares held	No of valid votes cast	No of votes in favour	No of votes against	% of votes		No of votes invalid /abstained
				Favour	Against	
51789002	12436969	12436956	13	99.9999	0.0001	108*

* Invalid Votes: 8; Abstained votes: 100

➤ **Item No. 3: As an Ordinary Resolution:**

To appoint a Director in place of Smt. Usha Sangwan (DIN: 02609263), Shareholder Director, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, subject to approval of the Securities and Exchange Board of India.

No of Shares held	No of valid votes cast	No of votes in favour	No of votes against	% of votes		No of votes invalid /abstained
				Favour	Against	
51789002	11678029	9554117	2123912	81.8128	18.1872	739048*

* Invalid Votes: 339048; Abstained votes: 400000

➤ **Item No. 4: As an Ordinary Resolution:**

To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration.

No of Shares held	No of valid votes cast	No of votes in favour	No of votes against	% of votes		No of votes invalid
				Favour	Against	
51789002	12437053	12435005	2048	99.9835	0.0165	24

5. A register, and all other papers and relevant records containing details of members, who voted "**IN FAVOUR**", or "**AGAINST**" and those whose votes were declared invalid for each resolution under remote e-voting and voting through ballot paper at the AGM shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Smt. Prajakta Powle, Company Secretary, for safe keeping.
6. You may accordingly declare the result of voting by e-voting and voting through ballot paper at the AGM.

Thanking you,



Yours faithfully,

Narvithul Bhatia

N. L. Bhatia,
FCS -1176, CP No.-422
Practising Company Secretary
Scrutinizer for remote e-voting and
through ballot paper at AGM Venue

Countersigned

Place: Mumbai
Date: August 2, 2018

S. Ravi
S. Ravi
Chairman
(DIN: 00009790)