

Details of Voting Results

Date of the AGM	:	12.08.2015
Book Closure date	:	05.08.2015 to 12.08.2015 (both days inclusive)
Total number of shareholders on record date, i.e. cut-off date for the purpose of voting on 5th August, 2015.	:	89606
Number of Shareholders present in the meeting either in person or through proxy	:	
Promoters and Promoter Group		11
Public		657
Number of Shareholders attended the meeting through Video Conferencing	:	N.A.
Promoters and Promoter Group		
Public		
Mode of Voting	:	(i) Remote e-voting from 09.08.2015 to 11.08.2015 (ii) Voting at the AGM through Ballot paper

AGENDA-WISE

Resolution No.1 (Ordinary Resolution)	Adoption of the financial statements of the Company including consolidated financial statements for the year ended 31st March, 2015 together with the Directors' Report and Auditors' Report thereon.						
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	41475991	54.254	41475991	4260	100.000	0.010
Public – Others	68469063	20920724	30.555	20916360	104	99.979	0.000
Total	244916267	162396714	66.307	162392350	4364	99.997	0.003

Resolution No.2 (Ordinary Resolution)	Re-appointment of Dr. Arvind Krishna Saxena (DIN-00846939) as a Director.						
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	29010489	21496726	57.438	42.562
Public – Others	68469063	20920766	30.555	18926398	1994368	90.467	9.533
Total	244916267	171427980	69.995	147936886	23491094	86.297	13.703



Resolution No.3 (Ordinary Resolution)		Re-appointment of M/s G.P. Agrawal & Co., Chartered Accountants (Regn. No.302082E) as Statutory Auditors at such remuneration as shall be fixed by the Board of Directors of the Company.					
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	38980209	11527006	77.178	22.822
Public – Others	68469063	20920515	30.555	20913515	7000	99.967	0.033
Total	244916267	171427729	69.994	159893723	11534006	93.272	6.728

Resolution No.4 (Ordinary Resolution)		Appointment of Smt. Novel S Lavasa (DIN-07071993) as an Independent Director for a term upto 31st March, 2019.					
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	50507215	0	100.000	0.000
Public – Others	68469063	20920715	30.555	20911822	8893	99.957	0.043
Total	244916267	171427929	69.995	171419036	8893	99.995	0.005

Resolution No.5 (Special Resolution)		Substitution of the existing Articles of Association of the Company by a new set of Articles of Association.					
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	46557962	3949253	92.181	7.819
Public – Others	68469063	20920066	30.554	19131021	1789045	91.448	8.552
Total	244916267	171427280	69.994	165688982	5738298	96.653	3.347

Resolution No.6 (Special Resolution)		Payment of commission to Non-Executive Directors of the company for a period of 5 years commencing from 1st April, 2015					
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	50507215	0	100.000	0.000
Public – Others	68469063	20920366	30.554	20873875	46491	99.778	0.222
Total	244916267	171427580	69.994	171381089	46491	99.973	0.027



Resolution No.7 (Special Resolution)	Payment of existing remuneration to Shri Kishor Shah (DIN-00193288), Director cum Chief Financial Officer, as minimum remuneration.						
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	50507215	0	100.000	0.000
Public – Others	68469063	20915816	30.548	20901699	14117	99.933	0.067
Total	244916267	171423030	69.993	171408913	14117	99.992	0.008

Resolution No.8 (Special Resolution)	Payment of existing remuneration to Dr. Arvind Krishna Saxena (DIN-00846939), Wholetime Director, as minimum remuneration.						
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	50507215	0	100.000	0.000
Public – Others	68469063	20919766	30.554	20906899	12867	99.938	0.062
Total	244916267	171426980	69.994	171414113	12867	99.992	0.008

Resolution No.9 (Ordinary Resolution)	Ratification of remuneration of Cost Auditor.						
Promoter/Public	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	99999999	99999999	100.000	99999999	0	100.000	0.000
Public – Institutional holders	76447205	50507215	66.068	50507215	0	100.000	0.000
Public – Others	68469063	20921161	30.556	20910523	10638	99.949	0.051
Total	244916267	171428375	69.995	171417737	10638	99.994	0.006

For Balrampur Chini Mills Ltd.


Company Secretary

CONSOLIDATED
SCRUTINIZER'S REPORT
OF
BALRAMPUR CHINI MILLS LTD.

39th Annual General Meeting
Held on Wednesday, 12th August, 2015
At 'Vidya Mandir'
At 10:30 A.M.

A MURARKA & CO
PRACTISING COMPANY SECRETARIES
DIAMOND PRESTIGE
41A, A J C BOSE ROAD
KOLKATA – 700017, INDIA
PHONE NO. : 033-40616033/34/35
E- MAIL: anilmurarka@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20
of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
39th Annual General Meeting of the Members of **BALRAMPUR CHINI MILLS LIMITED**
Held on: 12th day of August, 2015 at 10:30 AM
At: Vidya Mandir, 1, Moira Street,
Kolkata – 700 017

Dear Sir,

1. I, **Anil Murarka**, a Company Secretary in Practice, having FCS No. : 3150 & COP No.: 1857, have been appointed as a Scrutinizer by the Board of Directors of **Balrampur Chini Mills Limited** (the Company) at their Board Meeting held on 27th May, 2015 for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot at the venue of 39th Annual General Meeting (AGM)] under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) on the Resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company, held on 12th day of August, 2015 at Vidya Mandir, 1, Moira Street, Kolkata – 700 017.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by using ballot by the shareholders at the AGM for the Resolutions contained in the Notice to the 39th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and voting by using ballot at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions as stated above, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and report of voting by use of ballot at the AGM.
3. I submit herewith my Consolidated Scrutinizer's Report & relevant details on the results of voting through electronic means (i.e. by remote e-voting) and voting by using ballots at the AGM as under:-

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Item No. 1: ORDINARY RESOLUTION -

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015, including the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and Auditor's Report thereon.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
162392350	99.996	4364	0.003	2096

Item No. 2: ORDINARY RESOLUTION -

To re-appoint Dr. Arvind Krishna Saxena , a Director retiring by rotation.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
147936886	86.296	23491094	13.703	2096

Item No. 3: ORDINARY RESOLUTION -

To appoint M/s. G.P. Agrawal & Co. Chartered Accountants as Auditors of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
159893723	93.271	11534006	6.728	2096



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Item No. 4: ORDINARY RESOLUTION –

To appoint Smt. Novel S Lavasa, Director of the Company as an Independent Director of the Company to hold office for a term upto 31st March, 2019.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
171419036	99.994	8893	0.005	2096

Item No. 5: SPECIAL RESOLUTION -

To substitute the existing Articles of Association of the Company by a new set of Articles of Association.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
165688982	96.652	5738298	3.347	2096

Item No. 6: SPECIAL RESOLUTION –

To pay commission to the Non-Executive Directors of the Company for a period of 5 (Five) years commencing from 1st April, 2015.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
171381089	99.972	46491	0.027	2096

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**Item No. 7: SPECIAL RESOLUTION –**

To pay existing remuneration to Mr. Kishor Shah, Director cum Chief Financial Officer of the Company for the period from 1st April, 2014 to 31st March, 2016 as minimum remuneration.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
171408913	99.991	14117	0.008	2096

Item No. 8: SPECIAL RESOLUTION –

To pay existing remuneration to Dr. Arvind Krishna Saxena, Wholetime Director of the Company for the period from 1st August, 2014 to 31st July, 2017 as minimum remuneration.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
171414113	99.991	12867	0.008	2096

Item No. 9: ORDINARY RESOLUTION –

To appoint Cost Auditors as appointed by Board of Directors and payment of remuneration as set out in explanatory statement.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
171417737	99.993	10638	0.006	2096



A MURARKA & CO

Company Secretaries



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" DIAMOND PRESTIGE "

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Fax : +91-33-4061 6033

E-mail : anilmurarka@gmail.com

4. The electronic data and all other relevant records relating to the voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the 39th AGM.

Place: Kolkata

Date : 13th August, 2015



(ANIL MURARKA)

FCS No. 3150

COP No. 1857

Countersigned by:

For Balrampur Chini Mills Limited

(S.K. Agrawala)

Company Secretary