

June 28, 2018

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy 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 71ST ANNUAL GENERAL MEETING OF THE COMPANY HELD ON
JUNE 28, 2018 & DISCLOSURE OF VOTING RESULTS**

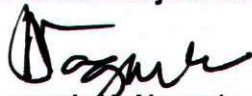
We wish to bring your kind notice that the 71st Annual General Meeting ('AGM') of the Company was held on Thursday, June 28, 2018 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai – 400 020 and all the agenda nos., viz., (1) to (4) mentioned in the Notice dated May 10, 2018, 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 2017-2018, 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 28, 2018
Total number of the shareholders as on the record date	19,665
No. of shareholders present in the meeting either in person or through proxy	
• Promoters & Promoter Group	12
• Public	71
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 10, 2018	Mode of Voting (Ballot / E-Voting)
1.	Ordinary	Adoption of financial statements, namely (i) Audited Balance Sheet as at March 31, 2018, (ii) Audited statement of Profit and Loss for the financial year ended on that date (iii) Cash Flow Statement 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	Declaration of Dividend on Equity Shares of the Company for the Financial Year 2017-2018.	E-voting and through ballot at AGM
3.	Ordinary	Re-appointment of Mr. Ravishanker Prasad (DIN 06641845) as a Director, who is liable to retire by rotation and, being eligible, offers himself for re-appointment.	E-voting and through ballot at AGM



Sr. No.	Type of Resolution	Description of the businesses as set out in the Notice dated May 10, 2018	Mode of Voting (Ballot / E-Voting)
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, 2019.	E-voting and through ballot at AGM

For **BHARAT BIJLEE LIMITED**



Durgesh N. Nagarkar
Company Secretary & Senior General Manager
Legal



Place : Mumbai

Date : June 28, 2018

Bharat Bijlee Limited									
Resolution Required : (Ordinary)			1 - Adoption of Audited Balance Sheet as at March 31, 2018, the Audited Statement of Profit and Loss for the financial year ended on that date, Cash Flow Statement 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1895794	0	0.0000	0	0	0.0000	0.0000	0
	Poll		1841159	97.1181	1841159	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1841159	97.1181	1841159	0	100.0000	0.0000	0
Public Institutions	E-Voting	1050042	682909	65.0364	682909	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		682909	65.0364	682909	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2705724	3071	0.1135	3071	0	100.0000	0.0000	0
	Poll		12412	0.4587	12412	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15483	0.5722	15483	0	100.0000	0.0000	0
Total		5651560	2539551	44.9354	2539551	0	100.0000	0.0000	0



Bharat Bijlee Limited									
Resolution Required : (Ordinary)			2 - Declaration of Dividend on Equity Shares of the Company for the Financial Year 2017-2018.						
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	1895794	0	0.0000	0	0	0.0000	0.0000	0
	Poll		1841159	97.1181	1841159	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1841159	97.1181	1841159	0	100.0000	0.0000	0
Public Institutions	E-Voting	1050042	682909	65.0364	682909	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		682909	65.0364	682909	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2705724	3191	0.1179	3191	0	100.0000	0.0000	0
	Poll		12412	0.4587	12412	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15603	0.5766	15603	0	100.0000	0.0000	0
Total		5651560	2539671	44.9375	2539671	0	100.0000	0.0000	0



Bharat Bijlee Limited									
Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Ravishanker Prasad (DIN 06641845) as a Director, who is liable to retire by rotation and, being eligible, offers himself 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1895794	0	0.0000	0	0	0.0000	0.0000	0
	Poll		1841159	97.1181	1841159	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1841159	97.1181	1841159	0	100.0000	0.0000	0
Public Institutions	E-Voting	1050042	682909	65.0364	682909	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		682909	65.0364	682909	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2705724	3191	0.1179	3181	10	99.6866	0.3134	0
	Poll		12412	0.4587	12412	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15603	0.5766	15593	10	99.9359	0.0641	0
Total		5651560	2539671	44.9375	2539661	10	99.9996	0.0004	0



Bharat Bijlee Limited									
Resolution Required : (Special)			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, 2019.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1895794	0	0.0000	0	0	0.0000	0.0000	0
	Poll		1841159	97.1181	1841159	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1841159	97.1181	1841159	0	100.0000	0.0000	0
Public Institutions	E-Voting	1050042	682909	65.0364	682909	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		682909	65.0364	682909	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2705724	3071	0.1135	3061	10	99.6744	0.3256	0
	Poll		12412	0.4587	12412	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15483	0.5722	15473	10	99.9354	0.0646	0
Total		5651560	2539551	44.9354	2539541	10	99.9996	0.0004	0





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

Mr. Prakash V. Mehta

Chairman

71st 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 71st Annual General Meeting (AGM) of the Equity Shareholders of the Company, held at 3.00 P.M. on Thursday, June 28, 2018 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 71st 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 Notice 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 3, 2018 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. Wednesday, June 20, 2018, were entitled to vote on the resolutions (item nos. 1 to 4) as set out in the Notice of the 71st Annual General Meeting.
- 3.5 The Chairman at the 71st Annual General Meeting, held on Thursday, June 28, 2018 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 Monday, June 25, 2018 and ended at 5.00 p.m. on Wednesday, June 27, 2018.
- 3.7 The votes cast were unblocked after the AGM in the presence of 2 witnesses, Shweta Bhoja Shetty and Vinit Kishor Bhanushali, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



- 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, 2018, the Audited Statement of Profit and loss for the financial year ended on that date and Cash flow Statement 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 Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2539671	2539551	2539551	0	100.00	-	120

• **Item No. 2:-**

To declare dividend on Equity Shares for the Financial Year 2017-18.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2539671	2539671	2539671	0	100.00	-	-



• **Item No.3:-**

To appoint a Director in place of Mr. Ravishanker Prasad (DIN: 06641845), who retires by rotation and being eligible, offers himself for reappointment.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2539671	2539671	2539661	10	99.99	0.01	-

• **Item No. 4:-**

To consider the ratification of Remuneration payable to the Cost Auditors of the Company, for Financial Year 2018-19.

No. of shares held	Number of Shares Cast	Number of Votes in Favour	Number of Votes Against	% of Valid Votes		No. of Invalid / Abstained Votes
				Favour	Against	
2539671	2539551	2539541	10	99.99	0.01	120

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 71st 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 71st Annual General Meeting of the Company.

Thanking you,

Place: Mumbai

Date: 28th August, 2018

Yours faithfully,



N. L. Bhatia

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



Countersigned
For Bharat Bijlee Limited

Durgesh N. Nagarkar

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