

Brigade Enterprises Limited

Corporate Identity Number (CIN) : L85110KA1995PLC019126
Registered Office : 29th & 30th Floor, World Trade Center
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road
Malleswaram - Rajajinagar, Bengaluru - 560 055, India
T : +91 80 4137 9200
E : enquiry@brigadegroup.com W : www.brigadegroup.com



Ref: BEL/NSEBSE/PB/18112022

18th November, 2022

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Department of Corporate Services - Listing
BSE Limited
P. J. Towers
Dalal Street,
Mumbai - 400 001

Re.: Scrip Symbol: BRIGADE/Scrip Code: 532929

Dear Sir/Madam,

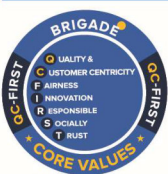
Sub.: Scrutinizer Report and Declaration of results of the Postal Ballot pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in continuation to our earlier intimation with reference no. BEL/NSEBSE/19102022 dated 19th October, 2022 enclosing the notice of Postal Ballot ("Notice") seeking approval of the members of the Company in respect of the following items through remote e-voting system:

Sl.no	Description of the Resolutions
1.	As a Special Resolution: Appointment & redesignation of Ms. Pavitra Shankar (DIN: 08133119) as Managing Director of the Company for a period of Five Years with effect from 12 th October, 2022
2.	As a Special Resolution: Appointment & redesignation of Ms. Nirupa Shankar (DIN: 02750342) as Joint Managing Director of the Company for a period of Five Years with effect from 12 th October, 2022
3.	As an Ordinary Resolution: Re-appointment of Mr. Amar Mysore (DIN: 03218587) as Whole-Time Director of the Company for a period of Five Years with effect from 16 th May, 2023
4.	As a Special Resolution: Appointment of Mr. Velloor Venkatakrishnan Ranganathan (DIN: 00060917) as an Independent Director of the Company for a period of Five Years with effect from 11 th October, 2022
5.	As a Special Resolution: Re-appointment of Mr. Pradeep Kumar Panja (DIN: 03614568) as an Independent Director of the Company for a period of Five Years with effect from 16 th May, 2023
6.	As a Special Resolution: Re-appointment of Dr. Venkatesh Panchapagesan (DIN: 07942333) as an Independent Director of the Company for a period of Five Years with effect from 16 th May, 2023

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We wish to inform that the pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot through remote e-voting as specified in the Notice dated 11th October, 2022.

The remote e-voting was open from 9.00 a.m. on Thursday, 20th October, 2022 and concluded on Friday at 5.00 p.m. on 18th November, 2022. The scrutinizer has submitted his report on the results of the Postal Ballot on Friday, 18th November, 2022. Based on the report of the scrutinizer, we hereby inform that the members of the Company have duly passed the aforesaid resolutions.

The resolutions in the Notice are deemed to be passed on Friday, 18th November, 2022 being the last date for the remote e-voting.

The details of the voting results of the Postal Ballot pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report are enclosed herewith.

The voting results and the Scrutinizer's Report will be displayed on the notice board of the Company at its registered office. The same will also be uploaded on the Company's website at www.brigadegroup.com and website of M/s. KFin Technologies Limited at www.evoting.kfintech.com

Kindly acknowledge the receipt and take the same on your records.

Thanking you
Yours faithfully,

For **Brigade Enterprises Limited**

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P Om Prakash
Company Secretary and Compliance Officer

Enclosure: As above



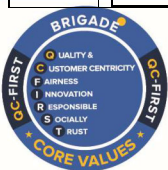
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BRIGADE ENTERPRISES LIMITED

DETAILS OF THE VOTING RESULTS BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF SEBI (LISTING REGULATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015					
Sl.no	Particulars		Details		
1.	Date of the Notice of Postal Ballot		11 th October, 2022		
2.	Total number of Shareholders as on cut-off date		65,690		
3.	Resolution No	Description of Resolutions passed	Type of Resolution	Mode of Voting	Result of Voting
	1	Appointment & redesignation of Ms. Pavitra Shankar (DIN: 08133119) as Managing Director of the Company for a period of Five Years with effect from 12 th October, 2022	Special	Remote e-voting	Resolution passed with Requisite Majority
	2	Appointment & redesignation of Ms. Nirupa Shankar (DIN: 02750342) as Joint Managing Director of the Company for a period of Five Years with effect from 12 th October, 2022	Special	Remote e-voting	Resolution passed with Requisite Majority
	3	Re-appointment of Mr. Amar Mysore (DIN: 03218587) as Whole-Time Director of the Company for a period of Five Years with effect from 16 th May, 2023	Ordinary	Remote e-voting	Resolution passed with Requisite Majority
	4	Appointment of Mr. Velloor Venkatakrishnan Ranganathan (DIN: 00060917) as an Independent Director of the Company for a period of Five Years with effect from 11 th October, 2022	Special	Remote e-voting	Resolution passed with Requisite Majority



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Brigade Enterprises Limited

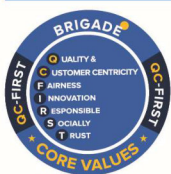
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5	Re-appointment of Mr. Pradeep Kumar Panja (DIN: 03614568) as an Independent Director of the Company for a period of Five Years with effect from 16 th May, 2023	Special	Remote e-voting	Resolution passed with Requisite Majority
6	Re-appointment of Dr. Venkatesh Panchapagesan (DIN: 07942333) as an Independent Director of the Company for a period of Five Years with effect from 16 th May, 2023	Special	Remote e-voting	Resolution passed with Requisite Majority

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Company Name	BRIGADE ENTERPRISES LTD
Date of the AGM/EGM	POSTAL BALLOT THROUGH REMOTE E-VOTING ONLY
Total number of shareholders on record date	65690
No. of shareholders present in the meeting either in person or	N.A.
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	N.A.
Promoters and Promoter Group:	
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment & re-designation of Ms. Pavitra Shankar (DIN: 08133119) as Managing Director of the Company for a period of Five Years with effect from 12th October, 2022							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	101042777	98013662	97.0021	98013662	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	86312983	76004396	88.0567	72646087	3358309	95.5814	4.4185
	Poll	86312983	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	86312983	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43210631	30989281	71.7168	30989175	106	99.9996	0.0003
	Poll	43210631	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43210631	0	0.0000	00	0	0.0000	0.0000
Total		230566391	205007339	88.9147	201648924	3358415	98.3618	1.6382

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Resolution required: (Ordinary/ Special)	SPECIAL - Appointment & re-designation of Ms. Nirupa Shankar (DIN: 02750342) as Joint Managing Director of the Company for a period of Five Years with effect from 12th October, 2022							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	101042777	98013662	97.0021	98013662	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	86312983	76004396	88.0567	76004396	0	100.0000	0.0000
	Poll	86312983	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	86312983	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43210631	30989281	71.7168	30989175	106	99.9996	0.0003
	Poll	43210631	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43210631	0	0.0000	00	0	0.0000	0.0000
Total		230566391	205007339	88.9147	205007233	106	99.9999	0.0001

Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Amar Mysore (DIN: 03218587) as Whole-Time Director of the Company for a period of Five Years with effect from 16th May, 2023							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	101042777	98013662	97.0021	98013662	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	86312983	76004396	88.0567	76004396	0	100.0000	0.0000
	Poll	86312983	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	86312983	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43210631	30989281	71.7168	30989171	110	99.9996	0.0003
	Poll	43210631	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43210631	0	0.0000	00	0	0.0000	0.0000
Total		230566391	205007339	88.9147	205007229	110	99.9999	0.0001

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Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Velloor Venkatakrishnan Ranganathan (DIN: 00060917) as an Independent Director of the Company for a period of Five Years with effect from 11th October, 2022							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	101042777	98013662	97.0021	98013662	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	86312983	76004396	88.0567	76004396	0	100.0000	0.0000
	Poll	86312983	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	86312983	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43210631	30989278	71.7168	30989127	151	99.9995	0.0004
	Poll	43210631	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43210631	0	0.0000	00	0	0.0000	0.0000
Total		230566391	205007336	88.9147	205007185	151	99.9999	0.0001

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Pradeep Kumar Panja (DIN: 03614568) as an Independent Director of the Company for a period of Five Years with effect from 16th May, 2023							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	101042777	98013662	97.0021	98013662	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	86312983	76004396	88.0567	75593657	410739	99.4595	0.5404
	Poll	86312983	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	86312983	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43210631	30989278	71.7168	30989124	154	99.9995	0.0004
	Poll	43210631	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43210631	0	0.0000	00	0	0.0000	0.0000
Total		230566391	205007336	88.9147	204596443	410893	99.7996	0.2004

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Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Dr. Venkatesh Panchapagesan (DIN: 07942333), as an Independent Director of the Company for a period of Five Years with effect from 16th May, 2023							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	101042777	98013662	97.0021	98013662	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	86312983	76004396	88.0567	75647926	356470	99.5309	0.4690
	Poll	86312983	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	86312983	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43210631	30989278	71.7168	30989125	153	99.9995	0.0004
	Poll	43210631	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43210631	0	0.0000	00	0	0.0000	0.0000
Total		230566391	205007336	88.9147	204650713	356623	99.8260	0.1740

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SCRUTINIZER'S REPORT

The Chairman
Brigade Enterprises Limited
29 & 30th Floor, World Trade Centre,
Brigade Gateway Campus
26/1, Dr. Rajkumar Road
Malleswaram-Rajajinagar
Bengaluru- 560055

Authorised Capital: Rs.2,50,00,00,000

Paid up Capital : Rs.2,30,66,27,540

Reg: Report of Scrutinizer on voting by the Shareholders on the Agendas set out in the Postal Ballot Notice dated 11th October, 2022

Sir,

1. The Board of Directors of Brigade Enterprises Limited (hereinafter referred to as “the Company”) passed a resolution at their Meeting held on **11th October, 2022** appointing me as Scrutinizer for scrutinizing Postal Ballot process pursuant to Section 108 and 110 of the Companies Act, 2013 (“the Act”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021 and 3/2022 dated 5th May, 2022, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, in a fair and transparent manner and ascertaining the outcome of voting on the Agendas set out in the Postal Ballot Notice dated 11th October, 2022.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the Postal Ballot process is the responsibility of the Management. My responsibility as a Scrutinizer is to provide a report on the Votes Cast in favor or against the resolutions set out in the said Postal Ballot Notice.

2. I submit my report as under:

The following Resolutions were placed on the e-voting platform <https://evoting.kfintech.com> of KFin Technologies Limited for voting through the Remote E-Voting process;

Resolution ID	Description of Resolution	Type of Resolution
R-01	Appointment & Redesignation of Ms. Pavitra Shankar (DIN: 08133119) as Managing Director of the Company for a period of Five Years with effect from 12 th October, 2022:	Special
R-02	Appointment & Redesignation of Ms. Nirupa Shankar (DIN: 02750342) as Joint Managing Director of the Company for a period of Five Years with effect from 12 th October, 2022	Special
R-03	Re-appointment of Mr. Amar Mysore (DIN: 03218587) as Whole-Time Director of the Company for a period of Five Years with effect from 16 th May, 2023	Ordinary

COMPANY SECRETARY

R-04	Appointment of Mr. Velloor Venkatakrishnan Ranganathan (DIN: 00060917) as an Independent Director of the Company for a period of Five Years with effect from 11 th October, 2022	Special
R-05	Re-appointment of Mr. Pradeep Kumar Panja (DIN: 03614568) as an Independent Director of the Company for a period of Five Years with effect from 16 th May, 2023	Special
R-06	Re-appointment of Dr. Venkatesh Panchapagesan (DIN: 07942333), as an Independent Director of the Company for a period of Five Years with effect from 16 th May, 2023	Special

Public Notice of the Postal Ballot was published in The Business Standard and Vijayavani Newspapers on Thursday, 20th October, 2022.

3. The E-Voting platform is password driven and can be accessed only if the shareholder has both the client-id and the password provided by Depositories (NSDL or CDSL) / KFin Technologies Limited. On successful voting, an acknowledgement is generated for reference of the shareholders.
4. I K Rajshekar, Practicing Company Secretary, submit my Consolidated Report as under:
 - 4.1 The Company completed on Wednesday, 19th October, 2022 the electronic dispatch of the Postal Ballot Notice to 59,661 Members whose name(s) appeared on the Register of Members/ List of Beneficiaries as on the “cut-off date” on Friday the 14th October, 2022 and in respect of whom the email id was provided. Members holding shares as on the “cut-off date” were entitled to vote on the resolutions stated above.
 - 4.2 The E-Voting opened at 09.00 A.M. on Thursday, **20th October, 2022** and remained open up to 05.00 P.M., Friday **18th November, 2022**.
 - 4.3 The votes were unblocked on Friday, 18th November, 2022 at 5.04 P.M., in the presence of Mrs. Aarthi G Krishna, Practicing Company Secretary who is not in any way connected with the Company and has signed below as witness to the unblocking of the votes.
 - 4.4 Following documents were generated on the website of KFin Technologies Limited (<https://evoting.kfintech.com>);
 - 4.4.1 Certificate/Results generation
 - 4.4.2 Dashboard Report indicating Ballots received, Votes cast in favor/against/abstain for each resolution
 - 4.4.3 Votes Cast Register containing list of shareholders casting vote on each of the resolutions
5. Based on the documents referred to in 4.4. above, results of E-Voting are reported as under. A comprehensive list of shareholders exercising E-Votes is provided as an Annexure to this Report;

5.1 Summary of Remote E-voting:

Remote E-Voting	
<i>No. of Ballots</i>	<i>No. of Shares</i>
383	205729131

****** *Representing 89.19% of the paid-up share capital of the Company*

COMPANY SECRETARY

5.2 Resolution-wise Report on the results of Voting:

Resolution Id	Votes cast in favor of the Resolution (A)		Votes cast against the Resolution (B)		Abstain/ Invalid Votes	Less Voted	Total No. of Shares/ Votes Cast (A)+(B)	
	No. of Ballots	No. of * Votes	No. of Ballots	No. of Votes	No. of Votes	No. of Votes	No. of Ballots**	No. of Votes
Special Resolutions								
R-01	359	201648924	25	3358415	38	721754	383	205007339
R-02	376	205007233	5	106	38	721754	383	205007339
R-04	374	205007185	6	151	41	721754	383	205007336
R-05	369	204596443	11	410893	41	721754	383	205007336
R-06	371	204650713	8	356623	41	721754	383	205007336
Ordinary Resolution								
R-03	375	205007229	6	110	38	721754	383	205007339

*Includes Promoter & Promoter Group Shares, **Voted partly for and partly against

- Details of the voting along with particulars of name, address, folio number/ client id, number and nominal value of shares held has been recorded in a Register maintained for the purpose.
- All the relevant documents stated above pertaining to the E-Voting process are under my safe custody until the Chairman signs the Postal Ballot Minutes and then will be sent to the Company Secretary for safe keeping.

Thanking You

Yours Truly

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K RAJSHEKAR

COMPANY SECRETARY

CP No. 2468

UDIN: F004078D001885531

I the undersigned witness that the votes were unblocked as stated herein above on the website <https://evoting.kfintech.com>, in my presence;

AARTHI GOPALA KRISHNA Digitally signed by AARTHI
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Aarthi G Krishna

Company Secretary

219, 15th Main, RMV Extn

Sadashivanagar, Bengaluru – 560 080

Place : Bengaluru

Date: 18th November, 2022