EXPERIENCE THE NEW

Date: July 15, 2019

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 14th Annual General Meeting ("AGM") of the Company held on Monday, July 15, 2019, in the prescribed format along with the consolidated report of the Scrutinizer on remote e- voting and electronic voting through tablet at the venue of the AGM.

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**

BSE LIMITED

Prajakta Powle
Company Secretary & Compliance Officer

Encl: a/a

EXPERIENCE THE NEW

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

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), enclosed herewith please find the details regarding the results of the voting on the business transacted at the AGM of the Company held on July 15, 2019, in the prescribed format along with the consolidated report of the Scrutinizer on remote e- voting and electronic voting through tablet at the venue of the AGM.

Sr. No.	Particulars	Details
1.	Date of the AGM	Monday, July 15, 2019
2.	Total number of Shareholders as on Record Date viz., July 8, 2019	176,370
3.	No. of Shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter group:	Not Applicable
	Public:	222
4.	No. of Shareholders who attended the meeting through Video Conferencing:	
	Promoters and Promoter group:	Not Applicable
	Public:	Not Applicable

BSE LIMITED

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BSE Limited (Formerly Bombay Stock Exchange Ltd.)
Registered Office : Floor 25, P J Towers, Dalal Street, Mumbai 400 001 India
T: +91 22 2272 1234/33 | E: corp.comm@bseindia.com | www.bseindia.com
Corporate Identity Number : L67120MH2005PLC155188

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

Resolution required: (Ordinary/ Special)	**Ordinary Resolution No. 1** - To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2019 and the Reports of the Board of Directors and 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	1,43,14,288	99,35,620	69.4105	99,35,620	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	3,74,74,714	69,379	0.1851	69,185	194	99.7203	0.2796
	Poll		3,83,309	1.0228	3,83,257	52	99.9864	0.0135
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**5,17,89,002**	**1,03,88,308**	**20.0589**	**1,03,88,062**	**246**	**99.9976**	**0.0024**

BSE LIMITED

BSE Limited

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

Resolution required: (Ordinary/ Special)	**Ordinary Resolution No. 2** - To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the Financial Year ended March 31, 2019.
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	1,43,14,288	1,00,70,989	70.3562	1,00,70,989	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	3,74,74,714	69,469	0.1854	69,363	106	99.8474	0.1525
	Poll		3,83,839	1.0243	3,83,762	77	99.9799	0.0200
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**5,17,89,002**	**1,05,24,297**	**20.3215**	**1,05,24,114**	**183**	**99.9983**	**0.0017**

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Resolution required: (Ordinary/ Special)	**Ordinary Resolution No. 3** - To consider and approve retirement of Smt. Rajeshree Sabnavis from post of Shareholder Director of the Company.
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	1,43,14,288	1,00,70,989	70.3562	1,00,70,989	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	3,74,74,714	34,429	0.0919	33,887	542	98.4257	1.5742
	Poll		47,716	0.1273	47,279	437	99.0841	0.9158
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**5,17,89,002**	**1,01,53,134**	**19.6048**	**1,01,52,155**	**979**	**99.9904**	**0.0096**

BSE LIMITED

BSE Limited

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

Resolution required: (Ordinary/ Special)	**Special Resolution No. 4** - To consider and approve buyback of equity shares of the Company.							
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	1,43,14,288	1,00,70,989	70.3562	1,00,70,989	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	3,74,74,714	69,469	0.1854	63,923	5,546	92.0165	7.9834
	Poll		3,83,839	1.0243	3,18,638	65,201	83.0134	16.9865
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**5,17,89,002**	**1,05,24,297**	**20.3215**	**1,04,53,550**	**70,747**	**99.3278**	**0.6722**

BSE LIMITED

N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

Tel. : 91-022-2510 0718
Tel. : 91-022-2510 0698
E-mail : navnitlb@hotmail.com
brupadhyay@hotmail.com
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,
Justice Vikramajit Sen
The Chairman
BSE Limited,
25th Floor, P. J. Towers,
Dalal Street, Mumbai 400 001.

Sub.: Fourteenth Annual General Meeting of the Members of BSE Limited held on Monday, July 15, 2019 at 11.30 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 Tablet carried out at the venue of the Annual General Meeting (AGM) and ascertaining the requisite majority on remote e-voting and voting through Tablet 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 Fourteenth AGM of the members of the Company, held on Monday, July 15, 2019 at 11.30 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 Fourteenth AGM of the members of the Company. Registrar & Transfer Agent, Karvy Fintech Private Limited shall provide data of members entitled to vote as on the cut-off date.

N.L. BHATIA & ASSOCIATES CS

Address : 507, Skyline Wealth Space, 5th Floor, C2 Wing, Skyline Oasis Complex, Premier Road, Near Vidyavihar Station, Ghatkopar (W), Mumbai - 400 086.

3. My responsibility as a Scrutinizer for the remote e-voting and voting through Tablet 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 Tablet 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, June 22, 2019 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 Fourteenth Annual General Meeting held on July 15, 2019 had announced that members who have not exercised their votes through remote e-voting, can exercise their votes through Tablet at the AGM;

4.5. The members of the Company as on the "cut-off' date" i.e. **Monday, July 8, 2019** were entitled to vote on the resolutions (item no. 1 to 4), as set out in the notice of the 14th Annual General Meeting;

4.6. The remote e-voting commenced from Friday, July 12, 2019 (9.00 a.m. IST) and ended on Sunday, July 14, 2019 (5.00 p.m. IST);

N.L. BHATIA & ASSOCIATES

4.7. The votes cast were unblocked after the AGM in the presence of 2 witnesses, Ms. Kirti Pathak and Mr. Vinit Bhanushali, 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 Tablet at the Annual General Meeting is as under:

ORDINARY BUSINESS:

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

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2019 together with the Report of the Board of Directors and the 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 abstained
				Favour	Against	
10524307	10388308	10388062	246	99.9976	0.0024	135999

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

To confirm the payment of interim dividend and to declare Final Dividend on Equity Shares for the Financial Year ended March 31, 2019.

No of Shares held	No of valid votes cast	No of votes in favour	No of votes against	% of votes		No of votes abstained
				Favour	Against	
10524307	10524297	10524114	183	99.9983	0.0017	10

N.L. BHATIA & ASSOCIATES

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

To Consider & approve retirement of Smt. Rajeshree Sabnavis from the post of Shareholder Director of the Company.

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	
10524307	10153134	10152155	979	99.9904	0.0096	371173

* Invalid Votes: 344633 Abstained votes: 26540

- **Item No. 4: As a Special Resolution:**

To consider and approve buyback of equity shares of the Company.

No of Shares held	No of valid votes cast	No of votes in favour	No of votes against	% of votes		No of votes abstained
				Favour	Against	
10524307	10524297	10453550	70747	99.3278	0.6722	10

N.L. BHATIA & ASSOCIATES

5. A register, and all other papers and relevant records containing details of members, who voted "**IN FAVOUR**", or "**AGAINST** for each resolution under remote e-voting and voting through Tablet 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 Tablet at the AGM.

Thanking you,

Yours faithfully,

Narendra Lal Bhatia

N.L. BHATIA & ASSOCIATES CS

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

Countersigned

Justice Vikramajit Sen
Chairman
(DIN: 00866743)

Place: Mumbai
Date: July 15, 2019.