EXPERIENCE THE NEW

Date: July 16, 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

Symbol: BSE **ISIN:** INE118H01025

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Sub: Proceedings of the fourteenth Annual General Meeting (14th AGM) held on July 15, 2019

Dear Madam/Sirs,

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of the proceedings of the 14th 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.

Kindly take the above intimation on your record.

Thanking you,

Yours faithfully,

For BSE Limited

Prajakta Powle

Company Secretary and Compliance Officer

Encl: a/a

EXPERIENCE THE NEW

SUMMARY OF THE PROCEEDINGS OF THE 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.

The fourteenth Annual General Meeting ("AGM") of the members of the Company was 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.

The following Board members were present at the 14th AGM of the Company:

Sr. No.	Directors Attendance	Category of Director
1.	Justice Vikramajit Sen	Chairman, Public Interest Director
2.	Shri Ashishkumar Chauhan	MD & CEO
4.	Shri Sumit Bose	Public Interest Director (Chairman of Audit Committee)
5.	Shri S. S. Mundra	Public Interest Director (Chairman of the Nomination and Remuneration Committee)
6.	Shri David Wright	Public Interest Director
7.	Shri Umakant Jayaram	Public Interest Director
8.	Su Shri Jayshree Vyas	Public Interest Director
10.	Smt. Rajeshree Sabnavis	Shareholder Director

Justice Vikramajit Sen, Chairman of the Board of the Company chaired the proceedings of the AGM.

After welcoming all the members present, the Chairman introduced the Board Members, Executive Management Committee members and Company Secretary & Compliance Officer present on the dais to the members of the Company. The Chairman informed that Smt. Usha Sangwan, Shareholder Director and Chairperson of Stakeholder Relationship Committee was unable to attend the meeting due to health issues and had authorized Shri Ashishkumar Chauhan, Managing Director & CEO to respond to shareholders queries.

The Chairman further informed that the representatives of Statutory Auditors and Secretarial Auditors were also present at the AGM.

Following members/proxies/authorised representatives were present at the AGM:

Sr No.	Registered As	Persons	Folios	Shares as on Record Date	Percentage (%)
1	Members	214	214	5,76,289	1.1128%
2	Proxy	1	1	11,628	0.0225%
3	Authorised Representative	7	7	1,48,031	0.2858%
	Total	222	222	7,35,948	1.4211

After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the Chairman called the meeting to order and commenced the proceedings of the meeting.

The Company Secretary requested all members present at the meeting who had not exercised option to vote through remote e-voting, to cast their vote electronically at the voting counters which were set up at the AGM venue. It was also informed that the electronic voting at the venue would be available upto the conclusion of the AGM.

The Chairman then informed the members that the Proxy register and other registers and documents were available for inspection of members.

With the permission of the members present, Chairman took the Notice of the meeting along with the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the report of Board of Directors thereon, being already circulated as read.

The Chairman further informed that the Auditor's report on the Financial Statements for the financial year ended March 31, 2019, did not have any qualifications, observations, comments or other remarks.

Thereafter, Shri Jayesh Gandhi, Partner S.R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditors of the Company confirmed that they had conducted the audit as per The Institute of Chartered Accountants of India prescribed Indian Accounting Standards and that they had issued an unqualified opinion on the same.

The Chairman then addressed the members and gave an overview of the Company's performance and its future outlook.

Further, the Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided the remote e-voting facility to the members of the Company whose name appeared as member in the register of members as on Monday, July 8, 2019 to cast/exercise their vote(s) electronically in respect of businesses to be transacted at the AGM for which the remote e-voting period had commenced on Friday, July 12, 2019 (9.00 A.M. IST) and ended on Sunday, July 14, 2019 (5.00 P.M. IST).

The following items of business as set out in the Notice calling the AGM dated May 7, 2019 were put for members approval:

1. To receive, consider and adopt 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.

2. To declare final dividend of Rs. 25/- (Rupees Twenty Five only) per equity share and to confirm the interim dividend of Rs. 5/- (Rupees Five only) per equity share, already paid during the year, for the Financial Year ended March 31, 2019.

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

The members were informed that only the shareholders who were not trading members of the Exchange or their Associates and Agents could vote for item no. 3 in pursuance of Regulation 2(1)(u) of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018.

4. To approve buyback of equity shares of the Company.

The Chairman also informed that the Board of Directors had appointed Shri N L Bhatia, Partner of Messrs N L Bhatia and Associates, Practicing Company Secretaries, as the Scrutinizer for the purpose of scrutinizing the voting process (both remote e-voting and electronic voting at the AGM venue) for the resolutions included in the Notice of the 14th AGM.

The Chairman then provided a fair opportunity to the members of the Company who were entitled to vote to seek clarifications and/ or offer comments to the items of the business and the same were adequately answered/ clarified by Shri Ashishkumar Chauhan, Managing Director & CEO.

The Chairman announced that the results of e-voting would be declared on receipt of the scrutinizers report and shall be placed on the website of the Company and the website of Central Depository Services (India) Limited, the agency providing the e-voting facility and also would be available at the registered office of the Company and would be sent to the stock exchange within forty eight hours from the conclusion of the AGM.

All the resolutions set out in the Notice calling AGM were passed with requisite majority and are deemed to be passed on the date of AGM i.e. July 15, 2019.

The Chairman then thanked the members attending the meeting for their co-operation and concluded the meeting at 2.45 P.M.

Thanking you,

For **BSE Limited**

Prajakta Powle

Company Secretary & Compliance Officer

Place: Mumbai

Date: July 16, 2019