EXPERIENCE THE NEW

July 31, 2020

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

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 15th Annual General Meeting ("AGM") of the Company held on Thursday, July 30, 2020, in the prescribed format along with the consolidated report of the Scrutinizer on remote e-voting and e-voting at 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**

Sd/-
Prajakta Powle
Company Secretary & Compliance Officer

Encl: a/a

Voting Results of Fifteenth 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 30, 2020, in the prescribed format along with the consolidated report of the Scrutinizer on remote e- voting and e-voting during the AGM.

Sr. No.	Particulars	Details
1.	Date of the AGM	Thursday, July 30, 2020
2.	Total number of Shareholders as on Record Date viz., July 23, 2020	177,323
3.	No. of Shareholders present in the meeting either in person:	Not Applicable
	Promoters and Promoter group:	
	Public:	
4.	No. of Shareholders who attended the meeting through Video Conferencing:	
	Promoters and Promoter group:	0
	Public:	119

BSE Limited

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, 2020 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	96,57,906	56,18,163	58.1716	56,18,163	0	100	0.0000
	Poll		0	0.0000	00	0	0	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3,53,66,391	28,76,812	8.1343	28,75,389	1,423	99.9505	0.0494
	Poll		79,406	0.2245	79,406	0	100.00	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**4,50,24,297**	**85,74,381**	**19.0439**	**85,72,958**	**1,423**	**99.9834**	**0.0166**

BSE Limited

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

Resolution required: (Ordinary/ Special)	**Ordinary Resolution No. 2** - To declare Final Dividend on equity shares for the Financial Year ended March 31, 2020.
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	96,57,906	58,66,959	60.7477	58,66,959	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	3,53,66,391	28,76,937	8.1347	28,75,561	1,376	99.9521	0.0478
	Poll		79,406	0.2245	79,406	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**4,50,24,297**	**88,23,302**	**19.5968**	**88,21,926**	**1,376**	**99.9844**	**0.0156**

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

Resolution required: (Ordinary/ Special)	**Ordinary Resolution No. 3** - To consider and approve appointment of Shri T. C. Suseel Kumar (DIN: 06453310), in place of Smt. Usha Sangwan (DIN: 02609263), Shareholder Director, who retires by rotation and does not offer herself for re-appointment.
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	96,57,906	58,66,959	60.7477	57,57,377	1,09,582	98.1322	1.8677
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3,53,66,391	2,59,333	0.7333	2,51,566	7,767	97.0050	2.9949
	Poll		13,803	0.0390	13,803	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**4,50,24,297**	**61,40,095**	**13.6373**	**60,22,746**	**1,17,349**	**98.0888**	**1.9112**

<u>**BSE Limited**</u>

<u>**Details as per Regulation 44(3) of SEBI (LODR) Regulations, 2015**</u>

Resolution required: (Ordinary/ Special)	**Special Resolution No. 4** - To consider and approve appointment of Shri Alok Vajpeyi (DIN: 00019098) as Shareholder Director on the Board 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	96,57,906	58,66,959	60.7477	57,57,377	1,09,582	98.1322	1.8677
	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	3,53,66,391	2,58,621	0.7313	2,50,733	7,888	96.9499	3.0500
	Poll		13,803	0.0390	13,803	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**4,50,24,297**	**61,39,383**	**13.6357**	**60,21,913**	**1,17,470**	**98.0866**	**1.9134**

BSE Limited

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

Resolution required: (Ordinary/ Special)	**Special Resolution No. 5** - To consider and approve appointment of Shri Ghanshyam Dass (DIN: 01807011) as Shareholder Director on the Board 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	96,57,906	58,66,959	60.7477	57,57,377	1,09,582	98.1322	1.8677
	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	3,53,66,391	2,59,337	0.7333	2,50,150	9,187	96.4575	3.5424
	Poll		13,803	0.0390	13,803	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**4,50,24,297**	**61,40,099**	**13.6373**	**60,21,330**	**1,18,769**	**98.0657**	**1.9343**

BSE Limited

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

Resolution required: (Ordinary/ Special)	**Special Resolution No. 6** - To consider and approve appointment of Smt. Rita Bhagwati (DIN: 06990589), as Shareholder Director on the Board 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	96,57,906	58,66,959	60.7477	57,57,377	1,09,582	98.1322	1.8677
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3,53,66,391	2,59,337	0.7333	2,51,329	8,008	96.9121	3.0878
	Poll		13,803	0.0390	13,803	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	**4,50,24,297**	**61,40,099**	**13.6373**	**60,22,509**	**1,17,590**	**98.0849**	**1.9151**

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.: Fifteenth Annual General Meeting of the Members of BSE Limited held on Thursday, July 30, 2020 at 3.00 p.m. (IST) through video conferencing ("VC") / Other Audio-Visual Means ("OAVM").

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 e-voting during the Annual General Meeting (AGM) and ascertaining the requisite majority on remote e-voting and e-voting 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 Fifteenth AGM of the members of the Company, held on Thursday, July 30, 2020 at 3.00 p.m. (IST) through video conferencing ("VC") / Other Audio-Visual Means ("OAVM").

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules, circulars and notifications issued by the Ministry of Corporate Affairs ("MCA circulars") relating to voting through electronic means and SEBI Listing Regulations on the resolutions contained in the Notice of the Fifteenth AGM of the members of the Company. R&T Agent, Kfin Technologies Private Limited shall provide data of members entitled to vote as on the cut-off date.

3. My responsibility as a Scrutinizer for the remote e-voting during 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 Kfin Technologies

N L BHATIA & ASSOCIATES CS NLB

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

Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

4. Further to above, I submit my report as under:

4.1. The Company has provided the remote e-voting facility through Kfin Technologies Private Limited, on their website https://evoting.karvy.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 Kfin Technologies Private Limited to facilitate its shareholders to cast their vote through remote e-voting;

4.2. The notices sent contained the detailed procedure to be followed by the members for casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ('MCA').

4.3. As prescribed in the said Rules, the Company has also published an advertisement in newspaper on Wednesday, July 8, 2020 in Financial Express (English) and Navshakti (Marathi) and it carried the required information as specified in the said Rules;

4.4. The Chairman at the 15th Annual General Meeting held on July 30, 2020 through two-way Video Conference / other audio visual means had announced that members who have not exercised their votes through remote e-voting may, if they wish to, exercise their votes through electronic voting system being provided during the meeting.

4.5. The members of the Company as on the "cut-off date" i.e. **Thursday, July 23, 2020** were entitled to vote on the resolutions (item no. 1 to 6), as set out in the notice of the 15th Annual General Meeting;

4.6. The remote e-voting commenced from Monday, July 27, 2020 (9.00 a.m. IST) and ended on Wednesday, July 29, 2020 (5.00 p.m. IST);

4.7. My combined report on the results of voting through remote e-voting and voting through electronic means during the Annual General Meeting is as under:

ORDINARY BUSINESSES:

- **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, 2020 and the Reports of the Board of Directors and 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	
8828510	8574381	8572958	1423	99.9834	0.0166	254129

N.L. BHATIA & ASSOCIATES CS NLB

N L Bhatia & Associates

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

- To declare final dividend on equity shares for the Financial year ended March 31, 2020.

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	
8828510	8823302	8821926	1376	99.9844	0.0156	5208

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

- To consider and approve appointment of **Shri T. C. Suseel Kumar** (DIN: 06453310), in place of Smt. Usha Sangwan (DIN: 02609263), Shareholder Director, who retires by rotation and does not offer herself for re-appointment.

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	
8828510	6140095	6022746	117349	98.0888	1.9112	2688415

*The Trading members or their associates and agents have not voted for this Resolution

<u>SPECIAL BUSINESSES:</u>

➢ **Item No. 4: As an Ordinary Resolution:**

- To consider and approve appointment of **Shri Alok Vajpeyi** (DIN: 00019098) as Shareholder Director on the Board 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	
8828510	6139383	6021913	117470	98.0866	1.9134	2689127

*The Trading members or their associates and agents have not voted for this Resolution

➢ **Item No. 5: As an Ordinary Resolution:**

- To consider and approve appointment of **Shri Ghanshyam Dass** (DIN: 01807011) as Shareholder Director on the Board 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	
8828510	6140099	6021330	118769	98.0657	1.9343	2688411

*The Trading members or their associates and agents have not voted for this Resolution

BHATIA & ASSOCIATES CS

- **Item No. 6: As an Ordinary Resolution:**
  - To consider and approve appointment of **Smt. Rita Bhagwati (DIN**: 06990589), as Shareholder Director on the Board 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	
8828510	6140099	6022509	117590	98.0849	1.9151	2688411

*The Trading members or their associates and agents have not voted for this Resolution

5. You may accordingly declare the result of voting by e-voting and voting through electronic means at the AGM.

Thanking you,

Yours faithfully,

Navnitlal Bhatia

N.L. BHATIA & ASSOCIATES
CS

N. L. Bhatia,
FCS -1176, CP No.-422
Practicing Company Secretary
Scrutinizer for remote e-voting / e-voting process at AGM
UDIN: F001176B000538339

Countersigned

sd/-

Prajakta Powle

Company Secretary

Place: Mumbai
Date: July 31, 2020