

**[E-VOTING]**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

The Chairman

BURNPUR CEMENT LIMITED

Village: Palasdiha, Panchagachia Road

P.O.: Kanyapur, Dist.: Burdwan

Asansol – 713 341, West Bengal

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the Scrutinizer in connection with the Twenty Eighth Annual General Meeting of the members of “**BURNPUR CEMENT LIMITED**” (“Company”) to be held on Tuesday, the 30th day of September, 2014 at 10.00 AM at Asansol Club Limited, Court Compound, P.O. – Asansol, Dist- Burdwan, West Bengal, Pin – 713 304, West Bengal, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under:

1. The e-voting period remained open from 9.00 AM (IST) on Wednesday, the 24th day of September, 2014 up to 7.00 PM (IST) on Friday, the 26th day of September, 2014.
2. The Shareholders holding shares as on the “cut off” date, i.e. 22nd day of August, 2014 were entitled to vote on the proposed 09 (Nine) resolutions as mentioned in the notice dated 14th day of August, 2014 of the Annual General Meeting of the Company.
3. The votes were unblocked on Saturday, the 27th day of September, 2014 at 11.00 AM (IST) in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108 Sarat Chatterjee Road, Howrah-711 102 and Mr. Raju Chowdhury residing at The C.A.B. Dr. B. C. Roy Club House, Eden Gardens, Kolkata – 700 021 who are not in employment of the company.





4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)
5. The result of the e-voting [EVSN : 140827029] is as under :

<A> ORDINARY BUSINESS:**a) Resolution 1*****Adoption of accounts for the year ended 31.03.2014***

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271995 (99.91%)	30215 (0.09%)	Carried by majority

b) Resolution 2***Re-appointment of Mr. Manoj Kumar Agarwal (DIN: 00569775), Director, retire by rotation***

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271985 (99.91%)	30225 (0.09%)	Carried by majority

c) Resolution 3***Re-appointment of M/s N. K. Agarwal & Co., Chartered Accountants (Membership No.14267) as statutory auditors of the Company*****Type of Resolution: Ordinary Resolution**

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271985 (99.91%)	30225 (0.09%)	Carried by majority



A. K. LABH

M.Com., MBA, FCS, ACMA(ICA), ACSI (Lond.),
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381 / 3296-7770, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

 SPECIAL BUSINESS:

d) Resolution 4

Appointment of Mr. Jagdish Chander Bhutani (DIN: 06799517) as an Independent Director

Type of Resolution: Ordinary Resolution

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271185 (99.91%)	31025 (0.09%)	Carried by majority

e) Resolution 5

Appointment of Mr. Prem Prakash Sharma (DIN: 00788601) as an Independent Director

Type of Resolution: Ordinary Resolution

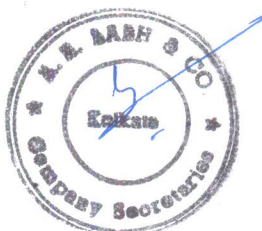
Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271985 (99.91%)	30225 (0.09%)	Carried by majority

f) Resolution 6

Appointment of Mr. Subrata Mookerjee (DIN: 01220872) as an Independent Director

Type of Resolution: Ordinary Resolution

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271185 (99.91%)	31025 (0.09%)	Carried by majority



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Website : www.aklabh.com

g) Resolution 7

Approval of remuneration of Cost Auditor, M/s AS & Associates, Cost Accountants, Kolkata for the financial year 2014-15

Type of Resolution: Ordinary Resolution

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
32237154	32206929 (99.91%)	30225 (0.09%)	Carried by majority

h) Resolution 8

To fix the borrowing limits of the Company

Type of Resolution: Special Resolution

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271985 (99.91%)	30225 (0.09%)	Carried by majority

i) Resolution 9

Approval of allotment of 35,70,000 warrants to non promoters

Type of Resolution: Special Resolution

Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against	Result
33302210	33271985 (99.91%)	30225 (0.09%)	Carried by majority



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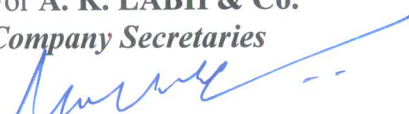
Website : www.aklabh.com

6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You.

Yours truly

For A. K. LABH & Co.
Company Secretaries


(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP - 3238



Place: Kolkata

Dated: 27.08.2014