Date: August 5, 2016

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai - 400001

Dear Sirs,

Subject: Scrutinizer's Report and Declaration of Results on E-Voting at the 83rd AGM of the Company

We wish to inform you that the 83rd Annual General Meeting (AGM) of the Members of Bata India Limited ('the Company') was held at KALAMANDIR, 48, Shakespeare Sarani, Kolkata - 700017 on Thursday, August 4, 2016 at 10:00 a.m.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members through National Securities Depository Limited (NSDL) to enable them to cast their votes electronically on the Resolutions proposed in the Notice convening the 83rd AGM. In line with the amended Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the facility for voting through electronic means were also provided to the Members present at the AGM venue. All the items of business as mentioned in the Notice dated May 30, 2016 convening the said AGM have been transacted and all the Resolutions were declared carried with requisite majority.

Based on the Scrutinizer's Report on remote e-voting as well as e-voting provided at the AGM venue, the Chairman of the AGM has declared the Results. A copy of the said Results is enclosed together with the Scrutinizer's Report.

Kindly take the above Scrutinizer's Report and Results on your records and acknowledge receipt.

Thanking you.

Yours faithfully,
for **BATA INDIA LIMITED**

MALOY KUMAR GUPTA
Company Secretary

Encl.: As above.

(1) The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051

(2) The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001

Bata

BATA INDIA LIMITED

83rd Annual General Meeting (AGM) held at Kalamandir, Kolkata on Thursday, August 4, 2016
Declaration of Results of Remote E-voting and E-voting at the AGM Venue

The 83rd Annual General Meeting (AGM) of the Members of Bata India Limited ('the Company') was held at KALAMANDIR, 48, Shakespeare Sarani, Kolkata - 700017 on Thursday, August 4, 2016 at 10:00 a.m. As per the provisions of Section 108 of the Companies Act, 2013, Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members through National Securities Depository Limited (NSDL) to enable them to cast their votes electronically on the Resolutions proposed in the Notice convening the 83rd AGM. In line with the amended Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the facility for voting through electronic means were also provided to the Members present at the AGM venue.

The remote e-voting commenced on Monday, August 1, 2016 at 9:00 A.M. and concluded on Wednesday, August 3, 2016 at 5:00 P.M.

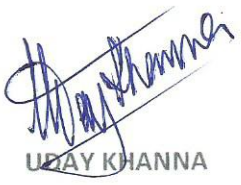
Mr. Pawan Kumar Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries was appointed as the Scrutinizer for remote e-voting and e-voting at the AGM. The Scrutinizer has carried out the scrutiny of all the votes cast through the electronic voting system provided at the AGM venue and remote e-voting, as unblocked by NSDL after the conclusion of the AGM, and submitted his Report to the Chairman on August 4, 2016.

Based on the Scrutinizer's Report dated August 4, 2016, the combined results of the votes cast are as under:

Sl. No.	Items of Business *[as per the Notice convening the 83rd AGM]*	% Votes cast in favour	% Votes cast against
1.	Adoption of the Financial Statements of the Company for the financial year ended March 31, 2016 (both Standalone and Consolidated basis) together with the Reports of the Auditor's thereon and the Board's Report. (As an Ordinary Resolution)	99.9999	0.0001
2.	Declaration of dividend @ Rs.3.50 per Equity Share of Rs. 5/- each, fully paid-up, for the financial year ended March 31, 2016. (As an Ordinary Resolution)	99.9998	0.0002
3.	Re-appointment of Mr. Shaibal Sinha (DIN: 00082504), as a Director, liable to retire by rotation. (As an Ordinary Resolution)	98.2394	1.7606
4.	Re-appointment of Auditors and fixation of their remuneration. (As an Ordinary Resolution)	99.8687	0.1313
5.	Appointment of Mr. Christopher MacDonald Kirk (DIN: 07425236) as a Director of the Company. (As an Ordinary Resolution)	99.9858	0.0142
6.	Re-appointment of Mr. Rajeev Gopalakrishnan (DIN: 03438046) as the Managing Director of the Company and fixation of his remuneration. (As a Special Resolution)	99.7762	0.2238
7.	Appointment of Mr. Ram Kumar Gupta (DIN: 01125065) as a Director of the Company. (As an Ordinary Resolution)	99.9993	0.0007
8.	Appointment of Mr. Ram Kumar Gupta as a Whole-time Director (DIN: 01125065) of the Company and fixation of his remuneration. (As a Special Resolution)	99.9966	0.0034

Accordingly, all the Resolutions in respect of the items of business mentioned above are declared carried with requisite majority by the Members of the Company.

For **BATA INDIA LIMITED**



UDAY KHANNA
Chairman
(DIN: 00079129)

Place : Kolkata
Date : August 4, 2016

P. SARAWAGI & ASSOCIATES
COMPANY SECRETARIES

NARAYANI BUILDING
Room No. 107, First Floor
27, Brabourne Road, Kolkata - 700 001
Phone : (O) 2210-9146
(F) +91-33-2242-3645
(M) 98311-96477
e-mail : psarawagi@vsnl.com
pawan@sarawagi.in
website : www.sarawagi.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, as amended by the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman of the
83rd Annual General Meeting of
Bata India Limited

Dear Sir,

83rd Annual General Meeting (AGM) of the Equity Shareholders of Bata India Limited held on Thursday, 4th August, 2016 at 10:00 a.m.

I, CS P.K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process (remote e-voting) as well as for e-voting conducted at the AGM venue, in a fair and transparent manner and ascertaining the results thereof, in respect of Resolutions transacted at the 83rd AGM of the Members of Bata India Limited, held on 4th August, 2016 at 10:00 a.m., at Kalamandir, 48 Shakespeare Sarani, Kolkata – 700 017.

Compliances with the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means (remote e-voting as well as e-voting at the AGM venue) by the Members of the Company on the Item Nos. 1 to 8 contained in the Notice dated 30th May, 2016 convening the AGM of the Company, are the responsibility of the management of the Company. My responsibility as Scrutinizer is to ensure that voting process, both through remote e-voting and e-voting at the AGM venue, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast "in favour" and "against" the Resolutions transacted at the AGM, based on reports generated from e-voting system provided by NSDL for remote e-voting and e-voting at the AGM venue.



I submit my report as under :

1. The Company has appointed National Securities Depository Limited (NSDL) to provide and facilitate remote e-voting process to the Members of the Company to cast their votes through a secured electronic mode on the Resolutions to be transacted at the said AGM.

2. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice of the AGM dated 30th May, 2016, that (a) the Company has provided the facility for remote e-voting by electronic means and business of the said meeting may be transacted through remote e-voting; (b) that the facility of e-voting shall also be made available at the AGM venue through electronic voting system; and (c) Members who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again.

3. The remote e-voting period commenced on 1st August, 2016 at 9:00 a.m. and remained open till 5:00 p.m. on 3rd August, 2016.

4. The members holding shares as on the 'cut-off' date i.e. 28th July, 2016 were entitled to vote, through remote e-voting system as well as voting at the AGM through electronic means, on the proposed Resolutions for Item Nos. 1 to 8 as set out in the Notice dated 30th May, 2016.

5. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended, was published in the "Business Standard" (in English language) and in "Ei Samay" (in Bengali language), both on 12th July, 2016.

6. The Company has also appointed NSDL to provide the facility of voting at the AGM, through electronic means, to Members/Proxies attending the meeting but has not cast their vote by remote e-voting facility.

7. On completion of voting by the Members/Proxies at the AGM venue through electronic voting system provided by NSDL, a report on voting done at the venue was generated by NSDL in my presence and the same was diligently scrutinized and the votes were authenticated based on the records maintained by the Company and M/s. R&D Infotech Private Limited, with respect to number of shares held, authorisation, proxies etc.



8. Thereafter, the votes cast by the Members through remote e-voting system provided by NSDL were unblocked in the presence of two witnesses (1) Mr. Ratan Mishra of M/s. R&D Infotech Private Limited and (2) Mr. Akash Lahoti of M/s. P. Sarawagi & Associates.

9. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of NSDL (www.evoting.nsdl.com), and the votes cast by the Members/Proxies through e-voting system provided by NSDL at the AGM venue, the consolidated results of the remote e-voting and e-voting at the AGM venue, on the items of business transacted at the AGM held on 4th August 2016 are given in the **Annexure** enclosed herewith, forming part of this Report.

Yours faithfully,

P. SARAWAGI & ASSOCIATES KOLKATA-1 Company Secretaries

(P.K. Sarawagi)
Company Secretary in Practice
Membership No. : FCS-3381
Certificate of Practice No. 4882

Counter signed by

For **BATA INDIA LIMITED**

(Uday Khanna)
Chairman
(DIN 00079129)

Kolkata, 4th August, 2016

Annexure

BATA INDIA LIMITED

83rd Annual General Meeting held on Thursday, 4th August, 2016

CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & E-VOTING AT THE AGM VENUE

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		E-VOTING AT VENUE		TOTAL		%age of total valid votes
			No. of members	No. of valid votes cast	No. of members	No. of valid votes cast	No. of members	No. of valid votes cast	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
1	Adoption of Audited Financial Statements (both standalone & consolidated basis) and Auditors' Reports and Board's Report.	**In favour**	**335**	**97,384,216**	**51**	**2,377**	**386**	**97,386,593**	**99.9999**
		Against	-	-	1	96	1	96	0.0001
2	Declaration of Dividend.	**In favour**	**350**	**102,279,556**	**51**	**2,377**	**401**	**102,281,933**	**99.9998**
		Against	2	85	1	96	3	181	0.0002
3	Re-appointment of Mr. Shaibal Sinha as a Director, liable to retire by rotation.	**In favour**	**324**	**100,478,401**	**51**	**2,377**	**375**	**100,480,778**	**98.2394**
		Against	23	1,800,657	1	96	24	1,800,753	1.7606
4	Re-appointment of Auditors and fixation of their remuneration.	**In favour**	**324**	**98,730,217**	**51**	**2,377**	**375**	**98,732,594**	**99.8687**
		Against	5	129,666	1	96	6	129,762	0.1313
5	Appointment of Mr. Christopher MacDonald Kirk as a Director of the Company.	**In favour**	**332**	**102,264,467**	**51**	**2,377**	**383**	**102,266,844**	**99.9858**
		Against	11	14,439	1	96	12	14,535	0.0142
6	Re-appointment of Mr. Rajeev Gopalakrishnan as the Managing Director of the Company and fixation of his remuneration.	**In favour**	**330**	**102,049,959**	**51**	**2,377**	**381**	**102,052,336**	**99.7762**
		Against	13	228,851	1	96	14	228,947	0.2238
7	Appointment of Mr. Ram Kumar Gupta as a Director of the Company.	**In favour**	**335**	**102,278,368**	**51**	**2,377**	**386**	**102,280,745**	**99.9993**
		Against	6	594	1	96	7	690	0.0007
8	Appointment of Mr. Ram Kumar Gupta as a Wholetime Director of the Company and fixation of his remuneration.	**In favour**	**332**	**102,275,692**	**51**	**2,377**	**383**	**102,278,069**	**99.9966**
		Against	10	3,400	1	96	11	3,496	0.0034

Note : This is the Annexure referred to in Consolidated Scrutinizer's Report dated 4th August, 2016 and forming part of that Report.

(P.K. Sarawagi)
Company Secretary in Practice
Membership No. : FCS-3381
Certificate of Practice No. 4882

Kolkata, 4th August, 2016

Counter signed by
For **BATA INDIA LIMITED**

(Vivek Khanna)
Chairman
(DIN: 00079129)